

20th November 2019

Re: FOI request IE_FOI_301

Dear [REDACTED],

I refer to the request which you made under the Freedom of Information Act 2014 for records held by this body:

Request

- A copy of the minutes of the board meetings of Irish Rail in the years of 2018 and to date in 2019

Decision

I, Bidina Mc Cabe, Decision Maker have now made a final decision to grant your request.

You have sought access to the records outlined above and I consider this an appropriate form of access in this case. Accordingly, a copy of the records is now enclosed including a copy of the schedule to these records.

Rights of appeal

In the event that you are not happy with this decision you can make an appeal in relation to this matter, you can do so by writing to the FOI Unit, Corporate Communications, Iarnród Éireann Irish Rail, Connolly Station, Amiens St, Dublin 1 or by e-mail to foi@irishrail.ie. You should make your appeal within 4 weeks (20 working days) from the date of this notification, where a day is defined as a working day excluding, the weekend and public holidays, however, the making of a late appeal may be permitted in appropriate circumstances.

The appeal will involve a complete reconsideration of the matter by a more senior member of the staff of this body.

Should you have any questions or concerns regarding the above, please contact the FOI Officer on 01, 7034293.

Yours sincerely,

Bidina Mc Cabe ,

PP



Hayley Durnin

Freedom of Information Office

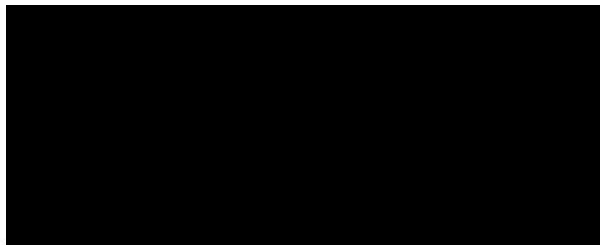
STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

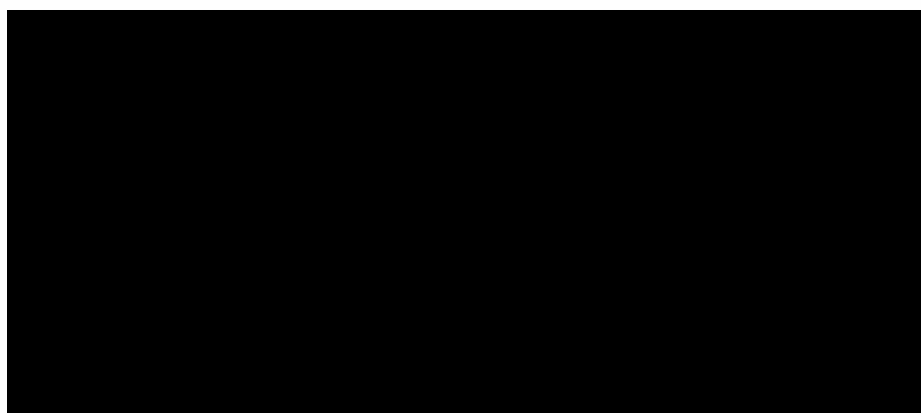
IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND TWENTYFIRST
BOARD MEETING HELD ON FRIDAY 19TH JANUARY 2018
AT 9.15AM IN THE RADISSON BLU HOTEL IN ATHLONE**

PRESENT:



IN ATTENDANCE:



MIN NO.

4703 CONFLICT OF INTERESTS

4703.1 No conflicts of interests were declared.

4704 MINUTES

4704.1 The Minutes of the special meeting held on 22nd November 2017 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings.

4704.2 The Minutes of the meeting held on 5th December 2017 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings subject to the following amendments:

1. Minute 4692.8

Delete: "However, not much detailed information was available."

2. Minute 4962.11

(a) This Minute number should read 4692.11.

(b) Delete: "Additional suggestions were also made to address any residual perception concerns."

4705 MATTERS ARISING

4705.1 Minute 4685.6

The Chairman advised that a review of the Vaults case is under way under the oversight of the Chairman of the Iarnród Éireann Audit and Risk Review (ARRG), [REDACTED] and the Chairman of the CIE Board Audit and Risk Committee, [REDACTED]. They will report back to the Iarnród Éireann and CIE Boards on the matter.

4705.2 Minute 4692.15

It was noted that the Director, Train Operations, [REDACTED] had appeared at the recent Hearing of the Joint Oireachtas Committee on Transport, during which he addressed disability issues. The pilot project proposed for the DART will be launched at the end of the month. An update will be provided at the next meeting. [REDACTED]

4706 **CHAIRMAN'S COMMENTS**

4706.1 The Chairman stated that it was good practice for a board to stand back from its normal day to day work and look at plans and strategies for the future. This is timely given that:

- Improved economic circumstances favour greater investment in rail.
- [REDACTED] has announced that he will be retiring in the next few months and a new Chief Executive is to be recruited.
- A new mandate has been received from the Minister and
- A new Commissioner for Railway Regulation (CRR) has been appointed.

4707 **VISIT BY THE COMMISSIONER FOR RAILWAY REGULATION (CRR)**

4707.1 It was noted that [REDACTED] had been appointed as the new CRR shortly before Christmas. The Chairman advised that he had written to [REDACTED] inviting him to a board meeting. The Chairman had acknowledged in his letter that even though [REDACTED] was new in his job, the board would be interested in hearing any views that he may have.

[REDACTED] joined the meeting at this time.

4707.2 The Chairman welcome [REDACTED] to the meeting and reassured him of the absolute alignment of Iarnród Éireann's objectives with those of the CRR, in particular, those which relate to the safe operation of the railway. The Chairman stated that he would welcome a discussion on how to realise these common objectives.

4707.3 [REDACTED] gave details of his background and noted that he was five weeks into his new role. He emphasised the commonality between the CRR and Iarnród Éireann and did not anticipate any difficulty or conflict in this regard. He stated that due to his previous experience he had brought a model with him relating to legal enforcement and compliance issues. It had worked well in his past experience and he was anxious to continue with it. He noted that there were a number of changes on the way for the railway industry including the EU 4th Railway Package and the impact of the role of the European Agency for Railways. He stated that the CRR was interested in Iarnród Éireann's strategy to deal with the forthcoming changes and the clearer the understanding the CRR has of this, the better. Therefore, clear engagement and correspondence was necessary. [REDACTED] stated that he fully appreciated that Iarnród Éireann was a commercial organisation and understood the confidential aspects related to this. He advised that there may be a review of the core CRR legislation. This would be done by consultation.

4707.4 The Chairman thanked the CRR for his helpful comments and noted that the CRR had already met some of Iarnród Éireann's Executives. He noted that safety was everyone's responsibility. He advised that the board had a Safety Advisory Group (SAG), the role and responsibilities of which are being reviewed by the board.

4707.5 The Chairman of the SAG, [REDACTED] outlined its role and responsibilities, one of which was to ensure that the board is discharging its responsibilities. She stated that the SAG would continue to always being open to listen to the views of the CRR and looked forward to good engagement and a solid working relationship with the CRR. The Chairman endorsed [REDACTED] comments stating that all were open to dialogue with the CRR. [REDACTED] stated that the CRRs' primary engagement would be with Iarnród Éireann executives. While engagement at board level would be infrequent, it would be welcome where relevant. He added that the CRR would be willing to provide input to any aspects of the company's risk register if requested.

4707.6 The Chairman stated that he was glad that [REDACTED] had acknowledged Iarnród Éireann's commercial role. In this regard, the more pertinent issue was the safety implications of a lack of resources. A balance has to be struck between the requirement for financial sustainability and the desire for the highest of safety standards. This is a significant issue because, at times, choices have to be made. However, the highest priority is that of safety. He stated that any support that Iarnród Éireann could get from the CRR about the right type of funding would be appreciated particularly as the current multi annual contract (MAC) relating to infrastructure funding expires in 2018. Mr. Higginson confirmed that he understood this position particularly given his previous

experience in regulating commercial entities. However, he reminded the board that there are other extra steps which can often be taken without involving funding. It was important to be open to challenge in this regard.

4707.7 [REDACTED] stated that there had been major safety changes for those on the front line in recent times. He stated that it was interesting to hear the CRR's views.

4707.8 [REDACTED] stated that Iarnród Éireann would be happy to go through with the CRR, the company's understanding on the 4th Railway Package.

4707.9 [REDACTED] confirmed that despite the balancing decisions which need to be taken due to a lack of resources, there are red lines. Iarnród Éireann has never attempted to cross them. However, this is a challenge.

4707.10 [REDACTED] referred to the requirement for infrastructure investment. This not only relates to new equipment on the ground, but also to the need for funding to replace ageing assets to enable the company to keep up with best practice and to ensure that any risk is "as low as reasonably practicable" (ALARP). As things change in other railway companies, Iarnród Éireann needs to change also. [REDACTED] referred to improvements in the certification and approvals process in this regard. [REDACTED] confirmed that this along with other key issues had been previously outlined to him.

4707.11 The Chairman thanked [REDACTED] and stated that Iarnród Éireann was looking forward to working with him. He noted Iarnród Éireann's high regard for the CRR's team. He reiterated that the objectives of both the CRR and Iarnród Éireann are closely aligned. Therefore, any issues that may arise should be easy to resolve given the common objective.

[REDACTED] left the meeting at this time.

4708 PRESENTATION BY THE MANAGEMENT TEAM

4708.1 The Chairman asked everyone present to complete a questionnaire about what would be the spending priorities if a significant amount of funding became available. He stated that, ideally, there should be a consistency between the management team and the Iarnród Éireann board in this regard.

4708.2 A copy of the presentation on management's investment priorities previously circulated was taken as read and noted.

4708.3 [REDACTED] went through the presentation which covered the following matters:

- Political and economic environment.
- Indicative funding availability.
 - MAC funding is to be increased in 2018 but there will still be a funding shortfall. Indications are that the 2019 – 2023 MAC will address the funding shortfall.
 - It appears that there will be an increase in available funding per the new National Investment Plan 2018 – 2027 which is due to be published in March 2018.
- Iarnród Éireann's priorities:
 - Urgent renewal requirements.
 - Fleet.
 - Journey time and frequency improvements.
 - DART expansion.
 - Improving customer satisfaction.
 - Back office systems.

4708.4 The board then discussed the presentation and the following matters were referred to:

- It is important to argue with the relevant authorities for full funding for Iarnród Éireann's priorities so as to avoid ending up trying to align a list of projects with the level of funding that becomes available. In addition, it must be remembered that Iarnród Éireann will be in competition with other organisations and projects for funding (e.g. Metro North –v- DART Underground Project). Other organisations such as Transport Infrastructure Ireland (TII) appear to obtain significant funding. However, Iarnród Éireann is not getting sufficient funding. Therefore, Iarnród Éireann must present its funding arguments in a different way than in the past. The company needs to be more proactive in making its case. There should be good empirical data to support the company's arguments. Emphasis should be placed on how projects are presented. Iarnród Éireann's projects are not just major engineering projects. They also provide benefits for passengers and relieve traffic

congestion. Arguments such as these need to be presented in a different way in the future so that stakeholders can be influenced. Stakeholders should also be made aware that much of their plans for public transport cannot be achieved without the help of Iarnród Éireann.

- Given the number of projects listed for funding, it is apparent that the company needs to resource up and to plan carefully for this. While the company should be resourced for core activity, outside expertise will have to be obtained. Past experience must be taken into account i.e. if funds dry up, the company must not be left with surplus staff resources and voluntary severance costs. However, the consistency and quality of any outsourced work will have to be carefully managed. Project management expertise will have to be built up within the company. It will be important that the company retains control over what it wants (i.e. required output) and over the management of standards.
- It was suggested that an increase in staff numbers should be included on the list of investment priorities. However, given the change in the way things are to be done in the future it was suggested instead that there should be more of a mixture between internal and external staff. There needs to be flexibility in how internal staff are used and deployed. This may involve the redeployment of some staff. This topic is to be considered by the new HR Steering Group (HRSG).
- While the funding outlook is more positive than in recent years, the indicative increase in funding has not been banked yet.

4708.5 [REDACTED] was asked to collate the answers to the aforementioned questionnaire into a table for circulation. [REDACTED]

4708.6 The Chairman emphasised the importance of Executives and Directors advocating the same message. It was agreed that [REDACTED] should give a presentation on plans for a greater level of stakeholder engagement. His presentation should cover what the consistent message to stakeholders should be. [REDACTED]

4709 REVIEW OF RISK FRAMEWORK

[REDACTED] Chief Risk Officer joined the meeting at this time.

4709.1 The memorandum previously circulated was taken as read and noted.

4709.2 [REDACTED] advised the board on how the risk management process has evolved and become embedded in the organisation. This culminated in a review by Mazars of the company's Risk Management Framework (RMF). [REDACTED] advised that there were two categories of findings by Mazars:

- Compliance with the Code of Practice for the Governance of State Bodies (two recommendations).
- Opportunities for improvement to be considered in light of the desired maturity level of the RMF (six recommendations).

4709.3 [REDACTED] confirmed that following implementation of both recommendations, the company was now compliant with the Code of Practice for the Governance of State Bodies as it relates to risk.

4709.4 [REDACTED] advised that in considering the recommendations relating to opportunities for improvement to be considered in light of desired maturity levels, the RMF had been updated along with the Risk Management Policy. These will be presented at the next ARRГ meeting and thereafter to the Iarnród Éireann board for approval.

4709.5 It was noted that the company is not yet ready to roll out the risk management system to all levels in the organisation. It has been decided to roll it out to the next tier (200 people) for the moment so as to ensure that there will be no loss of control of the process or of the quality of what is being done. Rather than moving to maturity level of five the company plans to move to the fourth level of maturity for the moment.

4709.6 [REDACTED] stated that good performing companies have their risk management process embedded from the ground up. She felt that the Iarnród Éireann board should have the aspiration to do this and have a formal view of where it wants to be in the long term. However, other directors felt that the time was not right to do this yet. They felt that a maturity level of five should not be set until the company is ready to do so. They felt that this could be discussed in approximately 18 months' time as now was not the appropriate time to do so.

4709.7 The Chairman stated that that starting point is the Five Year Plan. Risks to the delivery of the Five Year Plan are identified. Risk Appetites are set during conferences and workshops between Senior Managers. In addition, monthly meetings take place with Executives to consider whether

risks to the delivery of the Five Year Plan are changing. He was happy that the level of engagement should not go further down in the organisation at this stage. He also questioned whether the associated additional cost and effort would be worth it. Ms. Little stated that the ARRГ considers both internal controls and risk. The Terms of Reference for the ARRГ needs to be strengthened in the area of risk.

4709.8 Following further discussion ██████████ agreed that a review should take place in a year's time to consider whether the risk management system should be rolled out further beyond the 200 staff who are direct reports to the Senior Managers. ██████████ agreed stating that many lessons will have been learned by then.

4709.9 ██████████ advised that in addition to the matters already presented by ██████████ Mazars had also stated that there should be greater consistency in the risk management documentation throughout the Group and that the risk escalation process should be more clearly identified. ██████████ confirmed that this had been included in the updated RMF which will be presented to the board in due course.

██████████ left the meeting at this time.

4710 BOARD SELF ASSESSMENT REVIEW AND SETTING OF BOARD VALUES

4710.1 The following memoranda previously circulated were taken as read and noted:

- Self-assessment questionnaire.
 - Iarnród Éireann board values.
 - New Chairman's Mandate contained in the Chairman's Letter of Appointment.
- The Chairman stated that this was not too different from the previous Chairman's Mandate.

4710.2 Self-Assessment Questionnaire

The Chairman went through the results of the self-assessment questionnaire. He highlighted two main items as follows:

- Suggestion that board meetings should focus more on strategic issues rather than on operational issues.
 - Suggestion that there was a lack of direction from Government.
- The Chairman stated that Iarnród Éireann should not wait on direction from the Government. The onus is on Iarnród Éireann to decide what its strategic issues are and to try and influence stakeholders in this regard.

4710.3 Both Directors and Executives agreed with the Chairman on the message from the questionnaire regarding board focus and were otherwise happy with the level of consistency in their responses.

4710.4 The following was agreed:

- There was too much focus at board level on operational key performance indicators (KPIs). From now on Executives should take questions on their reports rather than taking up valuable board time to go through them. Summary papers could be prepared to highlight any key items.
- The Committee structure should be used better to consider matters in more detail than the board thus allowing the board to concentrate on strategic issues.
- Papers on strategic issues such as the freight business, Rosslare, financial and economic sustainability should be presented to the board.
- The board needs to be made more aware of any public policy/environment setting documents prepared by third parties.
- A list is to be prepared for the next meeting outlining strategic issues that could be discussed at forthcoming meetings. ██████████

4710.5 The Chairman referred to other outcomes of the questionnaire and advised of the following:

- The Schedule of Matters Reserved for Board Decision and the Division of Responsibilities between the Chairman and the Chief Executives were approved by the board during 2017 as part of the project to review corporate governance documents following the introduction of the revised Code of Practice for the Governance of State Bodies. These two documents are contained in the Corporate Governance Manual and are available to view on the Board Packs site.
- It is unlikely that Iarnród Éireann will receive a formal Oversight Agreement from the Department of Transport, Tourism and Sport (DTTAS). The nearest it has received to this is a revised Chairman's Mandate.
- Training sessions and visits can be arranged for any Directors who wish to update their skills. On induction a pack is provided by the Assistant Company Secretary to new

Directors and meetings are arranged with management. The Chairman stated that as part of their induction he would encourage new Directors to get out and about and meet managers and staff on the ground.

- In response to the suggestion that private board sessions are divisive, the Chairman confirmed that nothing of concern has arisen during any of those sessions and that the content of the discussion is included in the Minutes of the meeting.
- Formal procedures for dealing with conflicts of interests are in place.
- There is a responsibility on Directors to keep board deliberations confidential. However, it was acknowledged that Minutes of board meetings now fall within the ambit of Freedom of Information legislation.

4710.6 The Chairman stated that nothing has emerged from the questionnaire to suggest that the board needs to conduct itself in a radically different way. Discussion on the outcome of the questionnaire was useful and he thanked everyone for completing it.

4710.7 **Board Values**

Following discussion it was agreed that the Chairman would revert back to the board with a revised document which would include references to the following:

- Customers.
- More information on safety.
- References to both financial and environmental sustainability.

Chairman

4711 **REVIEW OF THE AIMS AND TERMS OF REFERENCE OF ADVISORY GROUPS AND COMMITTEES**

4711.1 The Chairman stated that Advisory Groups and Board Committees should also focus on strategic issues and not displace the role of management. He asked the Chairmen of each to outline the main role of their Advisory Group/Committee and the topic that would be the focus of attention in 2018. Other matters to be considered include:

- Proper name for the Advisory Group/Committee.
- Who is the Advisory Group/ Committee is advising i.e. management, the board or both?

4711.2 **Human Resources Group**

Draft Terms of Reference for a Human Resources Group previously circulated were taken as read and noted.

4711.3 [REDACTED] advised that the proposed new Human Resources Group would be broader than the previous Organisation Design Steering Group and will assist in the fostering of a well – developed industrial relations climate as per the new Chairman’s Mandate. It will support the values of the organisation and assist in embedding these in a way that will bring about positive meaningful change for all staff. External assistance from the Workplace Relations Commission (WRC) may be required on occasion. It is intended to benchmark with other organisations and identify any lessons that can be learned.

4711.4 Other matters discussed included the following:

- Human Resources skills within the company should be examined also.
- Trust between management and staff has deteriorated in recent years and this needs to be rebuilt.
- The need to manage a transition from an IR to a HR agenda in the context of the Mandate from the Minister.
- Proposed membership of the group.
- Maintenance of a link with Worker Directors.

4711.5 It was agreed that revised Terms of Reference would be prepared for the next meeting. [REDACTED]

4711.6 **Information Technology Advisory Group**

Draft Terms of Reference for an Information Technology Advisory Group previously circulated were taken as read and noted.

4711.7 Matters discussed included the following:

- Proposed membership of the group.
- The need to appoint a Chief Information Officer.
- The need to develop an IT strategy taking into account the implications of any IT initiatives by the National Transport Authority (NTA).

- The need to develop service level agreements.
- The need to develop a digital strategy in the long term. However, the views of a digital (rather than an IT) expert would be required.

4711.8 It was agreed that revised Terms of Reference would be provided for the next meeting.

4711.9 **Review of the Remit of the Infrastructure Advisory Group (IAG)**

The memorandum previously circulated was taken as read and noted.

4711.10 [REDACTED] stated that the IAG currently provides advice and support to the Infrastructure Manager regarding the delivery of the Five Year Plan while at the same time looking after the asset base. The focus for 2018 will be on the Asset Management System Strategy, providing support for the development of the next Five Year Plan, reviewing any infrastructure papers going to the board and supporting the work of Mr. Peter Mason on signalling and electrical matters. Benchmarking opportunities will be followed up so that lessons can be learned from other organisations. The advice of experts will be obtained for certain issues. Close liaison will continue with the Trains Advisory Group.

4711.11 Matters discussed included the following:

- The aim of the Advisory Group should be to advise the Chief Executive and the board and to support the Infrastructure Manager on any board proposals.
- There should be continuous liaison between the IAG and the other Advisory Groups/Committees.
- Attendance at Iarnród Éireann board meetings by the Chairman of the IAG during 2018 needs to be finalised.

4711.12 It was agreed that revised Terms of Reference would be presented at the next meeting.

4711.13 **Trains Advisory Group (TAG)**

The current Terms of Reference of the TAG previously circulated were taken as read and noted.

4711.14 The Chairman of the TAG, [REDACTED] advised that it will continue to monitor operational performance and undertake deep dives when necessary. In 2018 the TAG will review investment priorities including moving from a fleet strategy to a service strategy. However, he formally stated that he had a preference for investment in electric vehicles and electrification of the network over investment in diesels and hybrids. Therefore, he will be challenging management in this regard. However, he agreed with the need to invest in the repowering of the 201 Locomotives.

4711.15 Other matters discussed included:

- The need for an expert advisor and
- Membership of the Group.

4711.16 It was agreed that revised Terms of Reference would be presented at the next meeting.

4711.17 **Audit and Risk Review Group (ARRG)**

The current Terms of Reference for the ARRG previously circulated were taken as read and noted.

4711.18 The Chairman of the ARRG, [REDACTED] stated that the Terms of Reference were very long and had a bias towards audit matters. They did not contain enough on risk matters. During 2018 the focus of the ARRG will be on risks to the delivery of the Five Year Plan. The ARRG will also liaise with the other Advisory Groups/Committees.

4711.19 The Chairman asked that a reference be included in the Terms of Reference to pension matters.

4711.20 It was agreed that revised Terms of Reference would be presented at the next meeting.

4711.21 **Proposed Board Safety Committee (BSC)**

Draft Terms of Reference for a proposed Board Safety Committee (BSC) previously circulated were taken as read and noted.

4711.22 The Chairman of the current Safety Advisory Group (SAG), [REDACTED] advised that the purpose of the SAG / proposed BSC was to assist the board and Executive in discharging their responsibilities and to elevate any necessary matters to the board. She stated that an examination of good Board Safety Committees in other organisations had been carried out. In addition, the Terms of Reference of the former CIE Board Safety Committee which had been recently wound up, were also reviewed. New Terms of Reference for the proposed Board Safety Committee had been developed and include the following:

- Health issues and
- Horizon Scanning of Risks

She added that an independent advisors may also be required.

4711.23 It was agreed that final Terms of Reference for the proposed BSG/SAG would be presented at the next meeting. [REDACTED]

4712 ANY OTHER BUSINESS

4712.1 [REDACTED] referred to a number of high profile HR court cases which found against Iarnród Éireann. He asked:

- How much this has cost the company?
- Why this is happening?
- Whether the matters giving rise to the court cases should be sorted out internally?

4712.2 The Chairman stated that while there is a responsibility to protect the company, he too would like to have a greater understanding on how decisions are made in the running of court cases e.g. when a case should or should not be defended to the hilt. He also made reference to decisions to seek a Judicial Review of An Bórd Pleanála decisions. He stated that he would give the issue further consideration and revert back to the board. [REDACTED]

4712.3 [REDACTED] asked whether the Director, Infrastructure Manager and the Director Train Operations could get copies of Minutes of Advisory Group/Committee meetings that they do not attend. The Chairman agreed with this suggestions and asked that this be catered for in the Terms of Reference of each of the Advisory Groups/Committees.

Chairmen of the Advisory Groups/Committees

4712.4 It was agreed that the Advisory Groups/Committees should determine themselves the frequency of their meetings and the flow of information to the Iarnród Éireann board.

Chairmen of the Advisory Groups/Committees

4712.5 The Chairman stated that the board meeting was very productive and thanked everyone for their input.

[REDACTED] left the meeting at this time.

4713 PRIVATE SESSSION

4713.1 The Chairman advised that as [REDACTED] is leaving in March 2018 a new Chief Executive needs to be recruited. He outlined the CIE and DTTAS requirements that need to be complied during the recruitment process. He asked Directors to forward any comments they may have before the process gets under way. The recruitment and selection process will be led by a board committee comprising the Chairman, [REDACTED]

4714 DATE AND LOCATION OF NEXT MEETING

Tuesday 13th February 2018 at 9.30am in Heuston Station.

Chairman

[REDACTED]

Date

13-2-18

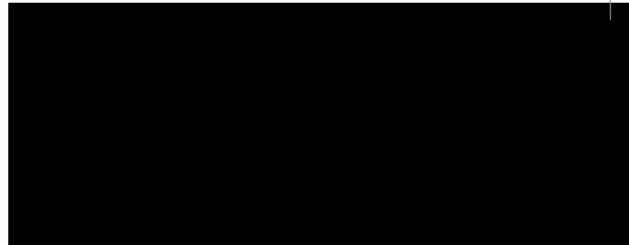
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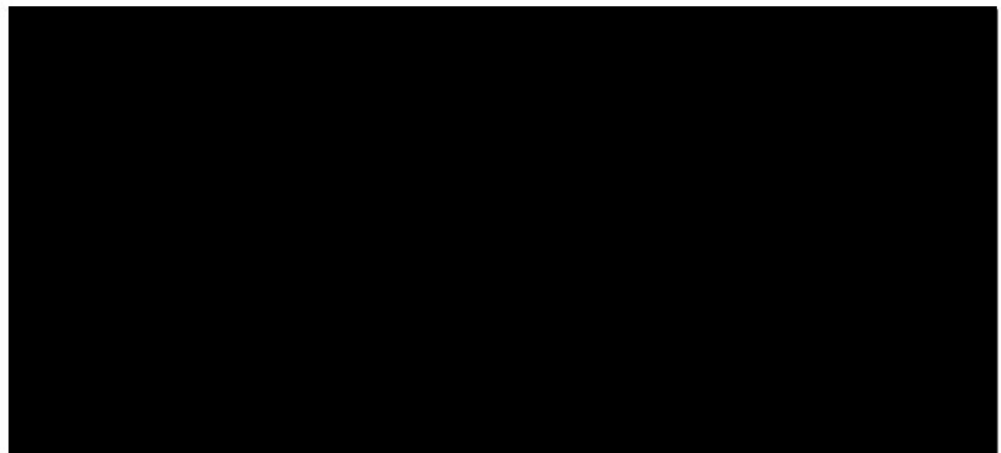
IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND TWENTYSECOND
BOARD MEETING HELD ON TUESDAY 13TH FEBRUARY 2018
AT 9.30AM IN HEUSTON STATION**

PRESENT:



IN ATTENDANCE:



MIN NO.

4715 CHAIRMAN'S COMMENTS

4715.1 The Chairman advised that this would be the last board meeting to be attended by [REDACTED] before he leaves Iarnród Éireann. However, he wasn't in a position to join the meeting immediately as he was involved in an event in Inchicore being attended by the British Ambassador.

4715.2 The Chairman noted that at its last meeting, the board had asked for greater emphasis at board meetings to be placed on long term strategic matters and less time on day to day operational matters. Therefore, the strategic and commercial review of Rosslare Europort carried out by Rebel Consultants would be presented at today's meeting.

4715.3 The Chairman stated that the DART Accessibility Improvement Pilot launched in Connolly Station on 29th January 2018 went well. It was attended by representatives from user groups and there was good engagement Iarnród Éireann management. While it was a positive event there was poor media coverage which was more negative than it should have been. Some protested as to why disabled people should have to give notice of travel. However, others recognised that resources are limited and that Iarnród Éireann wants to see the new procedures work well. Unfortunately, the Minister was unable to attend the event. Subsequently at a meeting of the Joint Oireachtas Committee on Transport the Minister stated that the Iarnród Éireann board does not fully understand the travel experience of people with disability and that he had initiated a process to fill some of the board vacancies with people who have this life experience.

4715.4 [REDACTED] advised that the pilot is working well since the launch. The level of assistance being provided and the level of coverage over the DART network is being monitored.

[REDACTED] joined the meeting at this time.

4715.5 The Chairman noted that [REDACTED] had raised the issue of legal proceedings at the end of the last board meeting. There wasn't enough time to address the issue at that meeting. He stated that he would discuss the matter with [REDACTED] after this meeting.

4716 CONFLICT OF INTERESTS

4716.1 No conflicts of interests were declared.

4717 MINUTES

4717.1 The Minutes of the meeting held on 19th January 2018 previously circulated were taken as read and noted.

4717.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4718 CHIEF EXECUTIVE'S REPORT

4718.1 The Chief Executive's Report previously circulated was taken as read and noted.

4718.2 [REDACTED] presented his report and highlighted the following:

- Employee lost time accidents update.
- The urgent need to install automatic train protection.
- Subsidence incident on the Belfast Line.
- Attendance by the Director, Train Operations, [REDACTED] at a meeting of the Joint Oireachtas Committee on Transport on 17th January 2018 during which accessibility issues were discussed.

4718.3 Finance

[REDACTED] presented the Finance Reports for Period 13 2017 and Period 1 2018 and referred to the following matters:

- [REDACTED]
- Earnings before interest, taxation, depreciation and amortisation (EBITDA) was worse than budget by [REDACTED] due to the expenditure of additional money received in late 2016 partly offset by additional revenue earned in 2017.
- The 2017 statutory audit is under way.
- The result for Period 1 2018 is a net deficit of [REDACTED] down on budget. The adverse variance arises mainly from additional infrastructure activity offset by higher passenger revenue.
- Public service obligation (PSO) funding of [REDACTED] has been confirmed for 2018. Some of this is reserved for IT projects such as cyber security leaving a balance of funding of [REDACTED] i.e. a shortfall [REDACTED] against the requested funding of [REDACTED]. No justification has been given by the National Transport Authority (NTA) for the shortfall. Therefore, this will be a topic for discussion at the next meeting with the NTA. The Chairman asked [REDACTED] to advise the NTA that the Iarnród Éireann board wants to know the reason for the shortfall in funding.
- While the "net financial effect" (NFE) process with the NTA is working better than in previous years (resulting in full funding of [REDACTED] for heavy maintenance in 2018 and an unexpected additional [REDACTED]), [REDACTED]
- Key performance indicators (KPIs) will have to be tightened further in 2018. However, the NTA has been advised that Iarnród Éireann cannot deliver more unless it does something different which may require investment. The risk of being left short of necessary funding should be incorporated into the NFE calculation in future.
- The practical implication of the shortfall of [REDACTED] for 2018 is a reduction in the Railway Undertaking profit. It was noted that the Risks and Opportunities Schedule will have to be amended to reflect this.
- In response to [REDACTED] agreed to provide her with supporting details of year end financial KPIs.

4718.4

Train Operations

██████████ outlined the key areas of focus for the Railway Undertaking (RU) as follows:

- Driver issues.
██████████ emphasised the importance of funding the pay deal agreed in December 2017. He stated that the latest claim for a reduction in the working week would have a cost impact on the company and is, therefore, outside the 2017 deal. ██████████ emphasised the importance of having a process for working through such claims. He argued that it is important to begin negotiations for a shorter working week. Management countered that those negotiations cannot begin until productivity under the December 2017 deal has been funded.
- Train service performance.
Overall service performance trends in 2017 were adverse to previous years. However, performance in Period 1 2018 was better than in the same period in 2017.

4718.5

Commercial Department

██████████ outlined the key areas of focus for the Commercial Department as follows:

- A meeting has taken place with Capita to review performance in the Customer Contact Centre including call answering rates.
- Engagement has taken place with the NTA regarding its future role and that of transport operators. Follow up analysis work is to be carried out by KPMG. Indications suggest that future contracts will be on a "gross cost" basis with the NTA being responsible for revenue risk. This could have a radical impact on Iarnród Éireann particularly for the direct award contract in 2019.
- Now that the bus market has been opened up, Iarnród Éireann will have to negotiate with Go Ahead for the provision of bus services during Iarnród Éireann disputes.
- Phase 2B of the Customer First Programme involving the delivery, testing and rollout of booking office and portable device ticketing machines, is progressing.

4718.6

Infrastructure Manager (IM)

██████████ outlined the key areas of focus for the IM as follows:

- Journey time improvements plan for 2018.
- An urgent review is to be carried out of the company's response to the flooding at Ballycar (three times in the past five years) causing the railway to be closed.
- It is proposed to extend ██████████ contract as Interim Chief SET Engineer. This will enable him to hand over to a successor towards the end of 2018. In response to Mr. Wynne, the Chairman stated that it was not appropriate for the board to discuss the level of payments to ██████████. ██████████ reassured the board of the Safety Advisory Group's (SAG) satisfaction that ██████████ had been retained given his expertise and competency in the SET area. He is dealing with a number of issues which need to be resolved following which permanent plans can then be put in place. ██████████ advised that the framework of a permanent plan for the SET Department is being developed at present. ██████████ confirmed that the recruitment process for a successor to ██████████ will commence in the middle of the year.
- An application is to be made to CIE for funding from the VAT refund it received in 2016 to be used for re-signalling schemes. ██████████ advised that the Department of Transport, Tourism and Sport (DTTAS) had advised that New Era is querying the level of cash being held at present by CIE. It is good to be able to say that CIE has been oversubscribed with requests from across the CIE Group of companies for this funding.

4719

SAFETY

4719.1

Board Safety Committee (BSC) formerly the Safety Advisory Group (SAG)

The Report from the Chairman of the BSC previously circulated was taken as read and noted.

4719.2

The Chairman of the BSC, ██████████ advised of the following matters considered at the recent BSC meeting:

- Competency management throughout Iarnród Éireann will be part of the 2018 Safety Plan.
- The Rosslare Safety Plan was presented to the Committee. However, it was noted that work is ongoing and Rosslare can learn from the Safety Management Framework, risk management and hazard identification processes being adopted in the railway.
- The recommendations accepted by the board following the safety governance review are being followed up.

- The IM and RU Safety Plans were accepted by the BSC, subject to the incorporation of the aforementioned accepted safety governance recommendations and the further development of Health and Wellbeing Plans.

4719.3 In response to the Chairman, it was confirmed that the relationship with the new Commissioner for Railway Regulation (CRR) is working well and that the recent organisation changes are bedding in. However, reference was made to necessity to ensure that the skillsets which are being developed will be passed on to the next person in the rotating training cycle for Divisional Safety Managers. In addition, succession planning must also be addressed for the Strategic Safety Advisory position.

4719.4 Health and Safety Policy

The Health and Safety Policy previously circulated was taken as read and noted.

4719.5 Approval was given for the Health and Safety Policy as presented.

4720 **STRATEGY**

4720.1 Rosslare Europort

[REDACTED] General Manager Freight & Rosslare Europort, [REDACTED] STS International, [REDACTED] Rebel Group, [REDACTED] EY-DKM and [REDACTED] Rebel Group, joined the meeting at this time.

4720.2 The Chairman stated that it is not sustainable for Rosslare Europort to continue to lose market share and not take advantage of improved economic conditions. The board needs to consider a strategy for the Europort's future.

4720.3 The presentation previously circulated was taken as read and noted.

4720.4 [REDACTED] advised that a strategic and commercial review of Rosslare Europort had been carried out with the assistance of Rebel Group, EY-DKM and STS International. This is because of the declining throughput of the port over the past ten years.

4720.5 The personnel from Rebel Group outlined the following:

- Context and background to the recent review.
- Current port context (business and constraints).
- Market position context
Despite a modest pickup in RO/RO volumes in recently, the port has seen a decline in its market share over the past decade, even though RO/RO has been the strongest performing market sector in recent years.
- Existing RO/RO and RO/PAX services.
- Total volumes by type 1999-2017.
- Participants in market consultations and feedback received.
- Key issues which influence Rosslare Europort's prospects:
 - New services out of Cork (to Spain) and Dublin (to France).
 - Location of European distribution centres.
 - GB Landbridge.
 - Limited available water depth (for the increasing number of bigger vessels).
- Opportunities (limited investment option based on focusing on the RO/PAX business).
- Brexit.
- Conclusions
The port's business model has reached its limit. Action is required to maintain current market share. However, the current port operating model is not sufficiently efficient to tackle current market challenges.
- Recommendations and next steps.

4720.6 Matters discussed included the following:

- Continuing as is, is not an option as the port is losing out while other ports are gaining greater market share.
- The port is not as efficient as it should be.
- Level of investment –v- level of return.
- Investment risks (due to geography).
- Rosslare is a Tier 2 port.
- Brexit should open up opportunities for Rosslare to increase services to the continent.
- Local community/business sentiment.

- Areas to develop a competitive advantage:
 - Turnaround time.
 - New services.
 - IT investment.
 - Identification of restrictive practices which need to be dealt with.
 - Collaboration with Wexford and New Ross Ports.
 - Involvement with other third party operators.
- The biggest variable will be Brexit. This will require investment from the DTTAS. Any IT investment should be able to cope with a "hard" border.
- Engagement with the DTTAS, the Maritime Development Office and others is necessary to realise the potential of the port. Iarnród Éireann should emphasise that there are opportunities for Rosslare and the South East. It can be a credible alternative to Dublin Port. Any alternative operating model to manage the port should demonstrate how Rosslare could handle an increase in volumes following Brexit.

_____ left the meeting at this time.

4720.7 Following further discussion it was agreed that management would prepare a briefing document for engagement with third parties which will assist in influencing national ports policy and demonstrating why Rosslare should be categorised as a Tier 1 port following Brexit.

4720.8 **List of Strategic Issues for Discussion by the Board During 2018**
The List of Strategic Issues for possible discussion by the board during 2018 previously circulated was taken as read and noted.

4720.9 Other items for addition to the list were suggested as follows:

- Business interruption and continuity/disaster recovery.
- Pensions.
- Accessibility.
- Asset condition/ sustainability.

4720.10 It was noted that:

- The issue of competency and skills (Manpower Plan) would be monitored by the Human Resources Advisory Group (HRAG).
- Iarnród Éireann should be more assertive in responding to the Government's Ten Year Plan.
- Employee relations (industrial relations and human resources) communications need to improve.

4721 **ADVISORY/POLICY PAPERS**

4721.1 **Board Values**
The revised Board Values document previously circulated was taken as read and noted.

4721.2 This revised document was approved subject to some minor amendments suggested by the board.

4721.3 **Information Technology Advisory Group (ITAG)**
Revised Terms of Reference for the ITAG previously circulated were taken as read and noted.

4721.4 The revised Terms of Reference were approved subject to some minor amendments suggested by the board.

4721.5 **Trains Advisory Group (TAG)**
Revised Terms of Reference for the TAG previously circulated were taken as read and noted.

4721.6 The revised Terms of Reference were approved by the board.

4721.7 **Board Safety Committee (BSC) formerly the Safety Advisory Group (SAG)**
Revised Terms of Reference for the BSC previously circulated were taken as read and noted.

4721.8 The revised Terms of Reference were approved by the board.

- 4721.9 **Human Resources Advisory Group (HRAG) formerly the Organisation Design Steering Group (ODSG)**
Revised Terms of Reference for the HRAG previously circulated were taken as read and noted.
- 4721.10 The revised Terms of Reference were approved subject to some minor amendments suggested by the board.
- 4721.11 **Audit and Risk Committee (ARC) formerly the Audit and Risk Review Group (ARRG)**
Revised Terms of Reference for the ARC previously circulated were taken as read and noted.
- 4721.12 The revised Terms of Reference were approved subject to a minor amendment suggested by the board.
- 4721.13 **Infrastructure Advisory Group (IAG)**
Revised Terms of Reference for the IAG previously circulated were taken as read and noted.
- 4721.14 The revised Terms of Reference were approved by the board.
- 4721.15 **Trains Advisory Group (TAG) (Contd.)**
The Report from the Chairman of the TAG previously circulated was taken as read and noted.
- 4721.16 The Chairman of the TAG [REDACTED] advised of the following matters considered at the recent TAG meeting:
- Background work required for the expansion of the electric network.
 - Fleet strategy.
 - The need to be more proactive in helping the NTA to set priorities.
 - The need for the TAG to take a more long term view and look beyond the more densely populated areas of the country and to set the agenda in this regard.
- 4721.17 **Payroll / HR System Implementation Project**
The memorandum previously circulated was taken as read and noted.
- 4721.18 [REDACTED] argued that if the new Payroll/HR System was outsourced there would be a loss of control if there were any problems and costs would increase. However, others disagreed stating that there would be better certainty over costs if the system was outsourced. In addition, the best expertise in this area of work is outside the organisation. The Procurement Department has already generated significant savings by outsourcing in other areas.
- 4721.19 In response to other queries from directors it was confirmed that:
- There would be no choice but to tender again at the end of the proposed contract.
 - The old payroll systems are becoming obsolete.
 - The CIE payroll system (for 200 employees) is the Core System which is cloud based. It is more streamlined and there is better quality control over the data. However, an interface still takes place with CIE regarding an individual's data.
 - The provision of software services are usually outsourced and not held in-house.
- 4721.20 By a majority of five to two (with [REDACTED] dissenting), the board agreed to the outsourcing of the proposed new managed Payroll/ HR System.
- 4722 **CAPITAL EXPENDITURE**
- 4722.1 **Capital Expenditure Proposals**
The eight memoranda previously circulated were taken as read and noted.
- 4722.2 **Limerick Junction Down Platform – Detailed Design**
The board gave its approval for expenditure of [REDACTED] to progress the detailed design stage for a new Down platform and associated infrastructure at Limerick Junction Station, subject to funding from the VAT refund received by CIE in 2016.
- 4722.3 **Woodbrook DART Station – Feasibility**
The board gave its approval for expenditure of [REDACTED] to progress the feasibility stage of a new DART station at Woodbrook, Dublin, between Shankill and Bray.

It was noted that this project is funded by the NTA.

4722.4 Waterrock Station on the Glounthaune /Midleton Line - Feasibility

The board gave its approval for expenditure of [REDACTED] to progress the feasibility stage for a new station at Waterrock on the Glounthaune/Midleton Line.

It was noted that this project is funded by levies collected by Cork County Council and is supported by the NTA.

4722.5 Accessibility Programme 2018

The board gave its approval for expenditure of [REDACTED] to progress the design and construction of accessibility works in 2018 across 28 stations on the Iarnród Éireann network. It was noted that this project is funded by the NTA.

4722.6 The board agreed that management should seek extra funding from the NTA or from other sources for accessibility projects so as to increase the pace to meet customer expectations. The board asked for details to be provided at the next meeting outlining what the cost would be to make the network fully accessible. [REDACTED]

4722.7 Carpark Expansion at Maynooth Station

This proposal was deferred. The board asked for an explanation as to why the proposed cost to expand the carpark at Maynooth was more expensive than a similar proposal for the Sallins and Naas Station carpark. [REDACTED]

4722.8 Carpark Expansion at Sallins and Naas Station – Preliminary Design and Planning

The board gave its approval for expenditure of [REDACTED] (which is ineligible for NTA funding) to progress site investigation and the submission of a planning application for an expansion to the Sallins and Naas Station north side carpark.

It was noted that this project is funded by the NTA.

4722.9 Retail Units at Connolly Station

The board gave its approval for an increase in expenditure of [REDACTED] on a previously approved budget of [REDACTED] bringing the total expenditure up to [REDACTED] in order to proceed with the construction of new retail units at Connolly Station being leased to [REDACTED] and [REDACTED].

It was noted that:

- This project necessitates the provision of a new ticket office at a cost of [REDACTED] together with works costing [REDACTED] to address the existing inadequacies of the utility services in the station for electrical loading and water supply.
- This project accords with the Iarnród Éireann board policy to attract top brands to concourse locations thus improving the customer experience.

4722.10 Closure of Level Crossing XC102 and Purchase of Land on the Dublin/Cork Line

The board gave its approval for expenditure of [REDACTED] including reasonable legal costs and minor civil works to purchase 17.5 acres of land at Kill, Thurles, Co. Tipperary, in order to close a user operated field level crossing XC102 on the Dublin/Cork Line.

It was noted that funding for this project is provided under the multi annual contract (MAC).

4723 PROCUREMENT

[REDACTED] Chief Procurement Officer, joined the meeting at this time.

4723.1 Procurement Report

The Procurement Report for Period 13 2017 previously circulated was taken as read and noted.

4623.2 Contract

4723.3 Leasing of Road Fleet (Vans) – Framework Agreement Call off Contract

The memorandum previously circulated was taken as read and noted.

4723.4 Following further discussion it was agreed that a new memorandum should be circulated and the board could then make its decision on the proposal by correspondence. [REDACTED]

4723.5 Selection and Award Criteria

The four memoranda previously circulated were taken as read and noted.

4723.6 Supply and Delivery of Rail – Selection and award Criteria

The board gave its approval for the selection and award criteria as presented for the proposed pre-qualification and tender process for the "Supply and Delivery of Rail" contract.

It was noted that:

- This contract will operate for a period of four years with an option to extend for a further one year.
- The estimated spend under this contract is [REDACTED]
- [REDACTED]

4723.7 Supply and Delivery of Points and Crossings – Selection and Award Criteria

The board gave its approval for the selection and award criteria as presented for the proposed pre-qualification and tender process for the "Supply and Delivery of Points and Crossings" contract.

It was noted that:

- This contract will operate for a period of four years with an option to extend for a further year.
- The estimated total spend under this contract is [REDACTED]
- The funding source for this contract is the MAC.

4723.8 Operation and Maintenance of On Track Machines - Selection Criteria

The board gave its approval for the selection criteria as presented for the proposed pre-qualification process for the "Operation and Maintenance of On Track Machines" contract.

It was noted that:

- This contract will operate for a period of five years with an option to extend for a further two years.
- The estimated total spend under this contract is [REDACTED]

4723.9 Over Head Line Equipment (OHLE) Maintenance, Repair and Renewal Services - Selection Criteria

The board gave its approval for the selection criteria as presented to facilitate the commencement of the procurement process for the maintenance, repair and renewal services to Iarnród Éireann's OHLE.

It was noted that:

- This single party framework agreement will operate for a period of five years.
- The estimated total value of this contract is [REDACTED]

4723.10 [REDACTED] was asked to review the weightings for the "relevant experience and capacity" and "quality management systems" criteria and adjust if necessary. [REDACTED]

4723.11 Procurement Timetable

The Procurement Timetable for 2018 previously circulated was taken as read and noted.

[REDACTED] left the meeting at this time.

4724 ADMINISTRATIVE ITEMS

4724.1 Transactions for Approval, Sealing and Signing

The transactions (8) for approval and sealing at the meeting were approved and sealed.

APPENDIX I

The transactions (7) for approval and signing at the meeting were approved and signed.

APPENDIX II

4725 ITEMS FOR NOTING

4725.1 Reports to the Minister

The Reports to the Minister following the board meetings on 22nd November 2017, 5th December 2017 and 19th January 2018 previously circulated were taken as read and noted.

4725.2 Advisory Group Minutes

The Minutes of the TAG meeting held on 21st August 2017 previously circulated were taken as read and noted.

4725.3 Rolling Agenda for 2018

The memorandum previously circulated was taken as read and noted.

4726 ANY OTHER BUSINESS

4726.1 The Chairman reminded the board that a training session/seminar would be taking place on 7th March 2018 to which they are invited to attend.

4726.2 The Chairman noted that this was the last board meeting to have been attended by [REDACTED]. The Chairman, on behalf of the board, thanked [REDACTED] for his diligence and courtesy at all times and for his hard work over the past number of years. The board wished him the best of luck in his new position in Australia.

4726.3 [REDACTED] thanked the board for the support he had received. He stated that he was very pleased with the higher level of funding being made available to the company to enable it to implement its strategy. He wished the company well and stated that he was looking forward to the new challenges.

4727 DATE AND LOCATION OF NEXT MEETING

Tuesday 27th March 2018 at 9.30am in Heuston Station.

Chairman

[REDACTED]

Date

27 March 2018

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. 110mm diameter duct pipe at UBE78 at 25 miles 1,292 yards on the Limerick to Athenry Railway Line, in the Townland of Lifford, Drumcliff, Co. Clare, for a licence period of 40 years for a licence fee of [REDACTED], subject to review every 5 years, in accordance with the Consumer Price Index.
2. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. 600mm diameter sewer pipe on the Board's property at 30 miles 1,735 yards on the Claremorris to Collooney Railway Line in the Townland of Tobercurry, Co. Sligo, for a licence period of 250 years, [REDACTED]
3. Lease in duplicate with [REDACTED] for a retail unit at Glenageary DART Railway Station, for a period of 5 years, for a rent of [REDACTED], whichever is greater.
4. Lease in duplicate with [REDACTED], for a retail unit on the Southbound Platform, Pearse Station, Dublin 2, for a period of 5 years [REDACTED]
5. Closure Agreement in duplicate with [REDACTED] in respect of the closure of Level Crossing XS047 at 73 miles 600 yards on the Mullingar to Sligo Railway Line, for a consideration of [REDACTED]
6. Closure Agreement in duplicate with [REDACTED] in respect of the closure of Level Crossing XS048 at 73 miles 820 yards on the Mullingar to Sligo Railway Line, for a consideration of [REDACTED]
7. Bridge Agreement with [REDACTED] to permit the construction of a new road bridge over the Dublin to Sligo Railway Line at 133 miles 180 yards at Magheraboy, Co. Sligo, for a consideration of [REDACTED]
8. Lease in duplicate with [REDACTED] for a retail unit at Sandycove DART Station, for a term of 5 years, for a rent of [REDACTED]

Company Secretary
Iarnród Éireann
13th February 2018

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] for a car parking area, with spaces numbered 5-24, to the rear of 16 Eyre Square, Galway, for a licence period of 12 months, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED] for a section of the abandoned North Kerry Railway Line, adjacent to the Greenway in the Townland of Doonakeena, Templeglantine, Co. Limerick, for the movement of cattle and farm machinery to his adjoining farm, for a licence period of 10 years, for a licence fee of [REDACTED]
3. Licence, single copy, with Sligo County Council in respect of works at gatekeeper's cottage H1007 and adjacent Level Crossing XCL2012, Carrowwilkin, Tobercurry, Co. Sligo, for a licence period of 99 years, for a licence fee of a [REDACTED]
4. Licence in duplicate with [REDACTED] for a licence period of 12 months, for a licence fee [REDACTED]
5. Licence in duplicate with [REDACTED] to regularise the seating area at the front of the retail unit on the Southbound Platform, Pearse Station, Dublin 2, for which they already hold a Lease, for a licence period of 5 years, for a licence fee of [REDACTED]
6. Licence in duplicate with [REDACTED] to allow them access to Pedestrian Bridges, Cement Transporters and Pipes, at Platin, on the Drogheda to Navan Railway Line, for the period of ownership of the Licensee's Property by the Licensee, [REDACTED]
7. Licence in duplicate with [REDACTED] for the erection and operation of a tower crane adjacent to the CIÉ's Sheriff Street Freight Yard, Dublin 1, for a licence period of 12 months, for a [REDACTED]

Company Secretary
Iainróid Elreann
13th February 2018

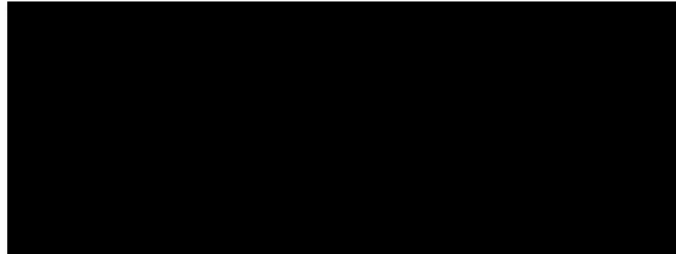
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IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986

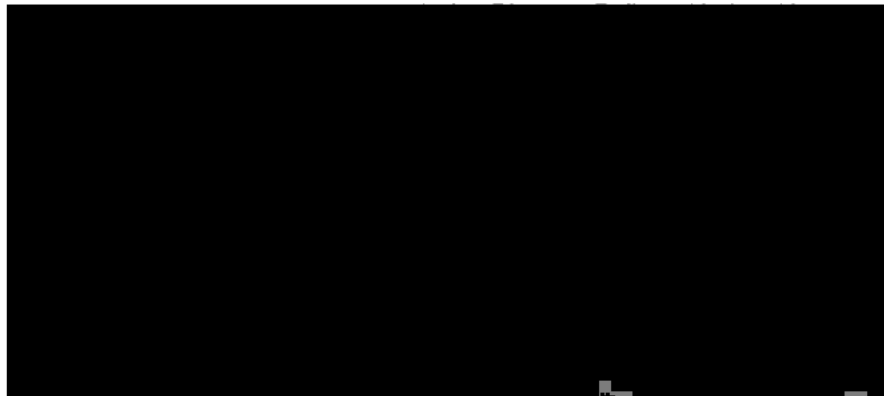
IARNRÓD ÉIREANN - IRISH RAIL

MINUTES OF THE THREE HUNDRED AND TWENTYTHIRD
BOARD MEETING HELD ON TUESDAY 27TH MARCH 2018
AT 09.30AM IN HEUSTON STATION

PRESENT:



IN ATTENDANCE:



ABSENT:

Apologies were received from



MIN NO.

4728 INTRODUCTION

4728.1 The Chairman welcomed [REDACTED] to the meeting in their new roles as Acting Director Railway Undertaking and Acting Chief Executive respectively.

4729 CONFLICTS OF INTERESTS

4729.1 No conflicts of interests were declared.

4730 MINUTES

4730.1 The Minutes of the meeting held on 13th February 2018 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings.

4730.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4731 CHAIRMAN'S COMMENTS

4731.1 The Chairman noted that a new National Development Plan had been published by the Government and stated that some time would be spent during the meeting discussing this.

4731.2 The Chairman noted that the draft Financial Statements for 2017 were before the board for approval. Therefore, time would need to be spent during the meeting on this also.

4731.3 The Chairman commended the extra efforts of staff and management during the recent very bad weather. The severe conditions brought out the best in people and it reflected well on the organisation.

4731.4 The Chairman advised that he had been encouraging the Minister to fill the two board vacancies. One of the vacancies had been advertised yesterday along with board vacancies in the other CIÉ companies and in the National Transport Authority (NTA). People who have personal experience of disability were specifically being encouraged to apply. However, if appointed, they would still have the exact same legal responsibilities as other Directors. The Chairman stated that he did not know why the second board vacancy had not been advertised.

4731.5 The Chairman stated that:

- It would be useful to invite people with expertise to discuss strategic matters in addition to routine issues.
- Given the size of the organisation, it is bound to be in conflict with people be they internal or external. However, the board should consider how the organisation handles such disputes e.g. court cases (which have consequences in terms of costs and reputational damage) and IR disputes (which always seem to be referred to third parties due to difficulties in resolving them internally).
- Alternative ways of resolving disputes should be explored and alternative dispute resolution (ADR) experts should be invited to a board meeting to give advice. This may lead the board and management to exercise their responsibilities differently. While the company should not give in and concede on issues unnecessarily, it is not appropriate for the board to become aware of significant disputes so late in the day that it has little discretion in how matters are resolved.

4731.6 This matter was discussed in more detail and the Chairman suggested the names of two experts who might be invited to speak to the board. He confirmed that he would be open to hearing from other speakers also. He confirmed that this would not preclude the Human Resources Advisory Group (HRAG) from receiving a talk from the conciliation services of the Workplace Relations Commission (WRC) as planned. However, he stated that his concerns were wider than industrial relations disputes and included how decisions are made with respect to the running of court cases (particularly if there are legal disputes with other state agencies). The process that exposes the company to substantial amounts of legal costs and reputational damage needs to be examined.

4731.7 The board agreed with the Chairman's suggestions and noted that an initial presentation to the board from the ADR experts may lead to further training.

4731.8 Separately, the Chairman and [REDACTED] asked for a copy of the High court decision arising out of Iarnród Éireann's application for a Judicial Review of an An Bórd Pleanála decision relating to a dispute between Iarnród Éireann and Clare County Council. [REDACTED]

4732 ACTING CHIEF EXECUTIVE'S REPORT

4732.1 The Acting Chief Executive's Report previously circulated was taken as read and noted.

4732.2 [REDACTED] presented his report and highlighted the following:

- No significant safety issues occurred during Period 2 2018.
- The Financial Results for Period 2 2018 were good. However, the two storm weekends during Period 3 costed the company [REDACTED]. The NTA and the Department of Transport, Tourism and Sport (DTTAS) have been advised and funding is being sought to cover this additional cost.
- Railway Undertaking (RU) recertification has been received from the Commissioner for Railway Regulation (CRR) for a period of five years. Infrastructure Manager (IM) authorisation has been received from the CRR for a period of four years.
- Clarification of the compulsory element of the driver mentoring proposal has been provided to the trade unions. Driver mentoring proposals are being put to ballot again and the trade unions have indicated that they will be recommending acceptance.
- Three major engineering projects will take place over the Easter weekend (new underbridge near Sallins, Co. Kildare, commissioning of the renewed Kilkenny re-signalling system and panel relaying on the Northern DART Line).
- Performance objectives for the Acting Chief Executive have been agreed and were discussed at a recent CIÉ Board Remuneration Committee meeting.

4732.3 Matters discussed included the following:

- Receipt of the IM authorisation and RU certification is a testament to the improved relationship with the CRR.
- The cost of the external recruitment of 20 Customer Service Officers is contained in the budget.
- The mandate of the Group Property Department to date was to achieve the maximum

commercial benefit from property surplus to operational use. This is likely to change so that property near Iarnród Éireann services can be exploited in a way that will encourage and maximise public transport developments. [REDACTED] was asked to update Mr. Cunningham on this issue.

- Feasibility studies carried out by Iarnród Éireann should not only focus on technical issues but should also focus on other potential benefits such as increased patronage. This should also apply to any business cases that are being developed for projects. Given that Iarnród Éireann is competing for scarce resources, it needs to do more to highlight these other non-technical dimensions.
- The key performance indicator (KPI) in respect of operating cost per passenger train kilometre needs to be reviewed as it appears to be skewed by capitalisations. [REDACTED]
- Ballast cleaning contract.
- Call centre contract with Capita.
- Potential data breach on 22nd February 2018.
- The company is expecting to be fully General Data Protection Regulation (GDPR) compliant by 25th May 2018.

4733

STRATEGY

[REDACTED] Corporate Communications Manager and [REDACTED] Manager, Operations & New Works, joined the meeting at this time.

4733.1

Accessibility Programme

[REDACTED] gave a presentation on Iarnród Éireann's accessibility programme and covered the following matters:

- Definition,
- Legal requirements,
- Scope,
- Current status,
- Recent funding profile,
- 2014 Feasibility Report,
- Options and cost estimates,
- Current works programme and
- Next steps.

4733.2

Matters discussed included the following:

- An increase in annual funding would lead to a very accessible network very quickly. However, priorities and plans would have to be agreed with stakeholders (including accessibility groups).
- Given that Iarnród Éireann is competing for scarce resources, feasibility studies should argue the case for additional funding in a persuasive way and emphasise the additional benefits (other than just from an accessibility point of view) that can be obtained.
- An outline on the progress of the DART Accessibility Improvement Pilot launched on 29th January 2018 was given. It was noted that there have been over 2,000 assists and the level of complaints has significantly reduced. However, while the system is bedding in well, there has not been a noticeable continuing increase in the use of the system despite the User Groups and the User Forum being fully aware of it. An update, including benchmarking, is to be prepared. [REDACTED]

4733.3

National Development Plan (NDP)

[REDACTED] gave a presentation on the impact on Iarnród Éireann of the National Planning Framework (NPF) and the National Development Plan (NDP) recently published by the Government. He covered the following matters:

- The NPF is the long term vision to 2040.
- The NDP is a medium term plan to 2027 which underpins the NPF.
- The NPF emphasis on high density development near public transport services has become more diluted in the NDP.
- The NDP is not authority to proceed. It is just a plan, the elements of which will be subject to a rigorous selection process.
- While the NDP has a reference to developments in Cork, no other regions are mentioned from an Iarnród Éireann perspective. However, if a DART Expansion Tunnel is built it will have major benefits for the regions.
- Scale of the challenge to 2040.
- Key points of the NPF which relate to Iarnród Éireann.
- Key points of the NDP which relate to Iarnród Éireann.
- The bulk of the funding highlighted is for the DART Expansion Project.

4733.4 [REDACTED] then went on to outline the DART Expansion Project to the board and covered the following:

- Existing network.
- Proposed network,
- Extent of the electrification that will be required.
- Constituent elements of the proposed electrification.
- Origin and development of the DART expansion plan since 1975.
- Work on the DART Underground Project since the 2011 DART Underground Railway Order (deferral and route protection).
- Design review scope of the project particularly with respect to the tunnel. At the end of 2017 the NTA's preference was to pursue the project without a tunnel.
- The NDP proposes that [REDACTED] be invested in DART expansion to deliver priority elements including new fleet, new infrastructure and electrification of existing lines. [REDACTED]

4733.5

[REDACTED]
[REDACTED]
[REDACTED] reassured the board that he was fully in favour of doing this. Once the aforementioned priority elements have been completed it will then become abundantly clear [REDACTED] required. The Chairman stated that it must be made very clear that the company is going to focus aggressively on delivering the capacity and passenger benefits [REDACTED] This will strengthen the case for a tunnel in due course. [REDACTED] confirmed that this is being done and the increase in funding for the project from an original indication of [REDACTED] However, current proposals are more likely to [REDACTED] He also reminded the board that it was important not to do anything that would delay the [REDACTED]

4733.6

Other matters discussed included:

- Electrification of the Maynooth Line.
- Investment in fleet.
- Transport modelling systems.
- Increase in frequency –v- increase in capacity.
- Demographic growth and congestion.
- Hybrid electric/diesel trains –v- electric trains. The Chairman asked for the cost difference between the different types of trains to be provided.
- The need for Iarnród Éireann to mobilise its resources quickly and to step up its efforts to be able to compete better for the scarce resources.
- Iarnród Éireann's priorities for the wider national network also need to receive attention. Iarnród Éireann needs to set the agenda in this regard in a more visible way. It was noted that [REDACTED] Manager Strategic & Business Planning, [REDACTED]

4733.7

There then followed a discussion on Iarnród Éireann's proposal for an [REDACTED] [REDACTED]. The Chairman stated that the recently announced plan for Metro indicated the NTA's preference for how [REDACTED] It would not be appropriate for Iarnród Éireann to attempt to undermine that policy by [REDACTED]

4733.8

Stakeholder Engagement

The copy of the presentation previously circulated was taken as read and noted.

4733.9

The Chairman stated that the discussions earlier in the meeting should inform any stakeholder engagement.

4734

ADVISORY/POLICY PAPERS

4734.1

Audit and Risk Committee (ARC)

The Report from the Chairman of the ARC previously circulated was taken as read and noted.

4734.2

Matters discussed included the following:

- Recovery of [REDACTED] on the InterCity railcar power packs maintenance contract. Group Internal Audit has been asked to examine other contracts to ascertain if there have been any other similar overpayments.
- The Chairman stated that the non-compliance with procurement procedures in the

appointment of the interim Chief Engineer, SET, should have been stated at the board meeting when his appointment was being discussed. This non-compliance will be recorded in the annual Chairman's Report to the Chairman of CIÉ in respect of 2017. However, if this matter had not been discovered and addressed it would also have had to be recorded in the 2018 Report. The Chairman of the ARC, [REDACTED] advised that in future any breaches with procurement procedures, irrespective of value, should be reported to the Committee immediately. It is proposed that the Committee's Terms of Reference be amended to reflect this. [REDACTED] advised that the current management team was aware of the Chairman's displeasure and the matter would not be repeated again. However, it was noted that while the Chief Procurement Officer was aware of the breach he had brought the matter to the attention of the former Chief Executive in accordance with the procedures then in force. It was noted that the procedures are now being amended to allow him to bring such matters directly to the attention of the ARC.

- It was noted that the purchasing undertaken in the IM and RU Material Management Departments is outside the remit of the Chief Procurement Officer. It was agreed that these procurement areas should be included in the Chief Procurement Officer's reports from now on.

4734.3 Draft 2017 Financial Statements

The Draft 2017 Financial Statements previously circulated were taken as read and noted.

4734.4 [REDACTED] advised that the 2017 Financial Statements were substantially complete except for the tax note. Deloitte presented their report on the 2017 audit at the recent ARC meeting. No major issues of concern arose and they will be giving a clean Audit Opinion once the Financial Statements and the audit are complete. The final version of the Financial Statements will be reviewed by the Chairman of the ARC. However, it was noted that a Letter of Support from CIÉ remains outstanding. This is dependent on CIÉ receiving a Letter of Support from the Minister. Subject to the receipt of a Letter of Support from CIÉ, the ARC had recommended the Draft 2017 Financial Statements for the approval of the board.

4734.5 Matters discussed included the following:

- A third party report on the audit of NTA Leap card transactions is outstanding.
- Contents and wording of the Acting Chief Executive's Report.
- Contents and wording of the Directors' Report.
- The definition of the consultancy fees that have to be disclosed excludes legal fees as per guidance from the Department of Public Expenditure and Reform (DPER).

4734.6 The board agreed to adopt the Financial Statements in the form presented to the meeting and it was resolved:

- “(a) That the Financial Statements for the year ended 31st December 2017 be approved by the board subject to:
 - Receipt of a Letter of Support from CIÉ and
 - Layout and minor proof reading adjustments to be approved by the Chairman of the ARC,
 and
- (b) That the Chairman of the board and the Chairman of the Audit and Risk Committee be authorised to sign the Financial Statements on the board's behalf.”

4734.7 Draft Acting Chief Executive's Comprehensive Report to the Chairman in respect of 2017
The draft Acting Chief Executive's Comprehensive Report to the Chairman in respect of 2017 previously circulated was taken as read and noted.

4734.8 It was noted that some of the comments during the discussion of the Financial Statements would follow through to this report.

4734.9 The Chairman suggested that the report should be amended to include a reference to efforts being made by the company to minimise legal disputes with other state bodies. He also asked for the details of such legal disputes with other state bodies to be brought to the Iarród Éireann board. He reiterated that the board should become more involved in the decision making relating to the management of court cases where the company is substantially exposed in terms of cost, liabilities and reputation. [REDACTED]

4734.10 Trains Advisory Group (TAG)

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4734.11 Infrastructure Advisory Group (IAG)

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4734.12 The Chairman of the IAG [REDACTED] advised of the following matters considered at the recent IAG meeting:

- The IAG is aiming to be more strategy focused.
- None of the matters raised were a cause for surprise. The IM team are dealing with all the issues.
- Flooding at Ballycar.
- Train Protection System (TPS).
- Support for the approach of going out and arguing vigorously for NDP and multi annual contract (MAC) funding.
- Support for a number of the capital expenditure proposals (including a Closeout Report) to be dealt with later in the meeting.

4734.13 Matters discussed included the following:

- Alternative arrangements being pursued to address the residual risk arising during the period it will take to become fully automatic train protection (ATP) equipped. [REDACTED] advised of the study that had already been carried out which concluded that the company is "as low as reasonably practicable" (ALARP) compliant. She noted that work continues to be carried out to ensure the company remains ALARP. [REDACTED] stated that while other mitigations are in place, the focus on the continual need to argue for full ATP should not slip. [REDACTED] agreed stating that the lack of full ATP means that Iarnród Éireann is not adopting the best practice required of a modern railway. Therefore, the company must be able to demonstrate that it is continuously doing all it can to expedite ATP.
- The RU is still not able to provide the IM with all the drivers it needs to carry out maintenance work. Improvements are in place but the long term plan is to recruit more permanent way drivers. [REDACTED] asked for a big picture engineer's view of this issue and the potential associated risks to be prepared for a future meeting. [REDACTED]

4734.14 Residential Properties

The memorandum previously circulated was taken as read and noted.

4734.15 It was noted that a project has been initiated jointly between Iarnród Éireann and the CIÉ Group Property Department to analyse the residential property portfolio with the objective of reducing condition risk, ongoing maintenance obligations/expenses and liability to the company.

4734.16 [REDACTED] emphasised the importance of establishing clear roles and responsibilities between Iarnród Éireann and the CIÉ Property Department. Agreement must be reached between Iarnród Éireann and CIÉ on this. She asked for the [REDACTED] potential charge to the company be tracked. [REDACTED]

4734.17 Connolly Station Retail Units

The memorandum previously circulated was taken as read and noted.

4734.18 It was agreed that the Connolly Station Retail Project should be continued despite M&S's withdrawal citing uncertainties regarding distribution costs and logistical issues.

It was noted that:

- Alternative strong brand high quality retail will be procured for this prime location at a similar or higher rent.
- As the previous approval for this project referenced M&S, it is necessary to seek further approval to enable the award of the construction contract in advance of the expiry of its tender validity period on 15th May 2018.

4734.19 Quarterly Risk Report

[REDACTED] Chief Risk Officer, joined the meeting at this time.

4734.20 The Quarterly Risk Report as at March 2018 previously circulated was taken as read and noted.

4734.21 Matters discussed included the following:

- Self-reporting of over speeding incidents by drivers. This needs to be scrutinised in more detail now that there is more data.
- Implementations of Mazars recommendations.
- [REDACTED] confirmed that he is getting the level of engagement he requires. This has resulted in new risks being identified. However, the list of actions to be taken is also getting longer.

4734.22 Draft Revised Iarnród Éireann Board Risk Management Policy
The draft revised Iarnród Éireann Board Risk Management Policy (including the Risk Management Framework) previously circulated was taken as read and noted.

4734.23 Approval for this policy was deferred in light of the next discussion.

4734.24 Risk Management within the CIÉ Group
The memorandum previously circulated was taken as read and noted.

4734.25 [REDACTED] stated that while he was not aware of any element of the CIÉ Group Risk Principles document that contradicts the Iarnród Éireann Risk Management Framework, he advised that the draft revised Iarnród Éireann Board Risk Management Policy does not say anything about it existing within the CIÉ Group. The Chairman stated that it should acknowledge that the Iarnród Éireann document is a document within a CIÉ group of documents. Following further discussion it was agreed that [REDACTED] Gill should examine the CIÉ document, identify any issues of concern and consider how Iarnród Éireann's policy might need to be amended to take account of the risk principles of the wider CIÉ Group. [REDACTED]

[REDACTED] left the meeting at this time.

4735 CAPITAL EXPENDITURE

4735.1 Capital Expenditure Proposals
The ten memoranda previously circulated were taken as read and noted.

4735.2 Cyber Security Programme
The board gave its approval for expenditure of [REDACTED] on a Cyber Security Programme in 2018 subject to NTA approval of Iarnród Éireann's strategy.

It was noted that the total cost of this programme is [REDACTED] of which the NTA has approved the expenditure of [REDACTED] in 2018, subject to the approval of Iarnród Éireann's strategy.

4735.3 Corporate Management System
The board gave its approval for expenditure of [REDACTED] for the first phase (scoping phase) of a project to develop and install a new corporate management system for the company.

It was noted that funding for this project has been agreed by the NTA and it is planned to have this phase of the project completed by the end of 2018.

4735.4

[REDACTED]

It was noted that:

- This additional scope will increase project expenditure by [REDACTED] to [REDACTED] have been incurred to date and is for the period up to the end of 2018.
- The NTA will fund this project.

4735.5 The Chairman stated that the proposal as presented gave the impression that the company is trying very hard to protect a route that is unlikely to be the final route. The future route of the DART Underground tunnel will need to take account of changes to the preferred route for Metro and other changes in developments in the city over the coming years. The company should not be too assertive in defending the indefensible. The other objectives of the project are more important. [REDACTED] agreed that other objectives such as defining a programme for delivery of DART Expansion, finalising the transport modelling exercise and completion of the preliminary business case for the rail network transport scenarios, are more important than the objective of protecting and safeguarding the existing DART Underground route. However, he noted that the final route is unlikely to be too far away from the existing route and that it is important to ensure that nothing happens that will compromise Iarnród Éireann's ability to construct the project in the future.

- 4735.6** Rosslare Europort Pavement Renewals
The board gave its approval for expenditure of [REDACTED] for the next phase of pavement renewals at Rosslare Europort to replace life expired pavements on critical port access roads and vehicle marshalling within the port.
- It was noted that this project is subject to funding from within own resources.
- 4735.7** Car Park Expansion at Maynooth Station
The board gave its approval for expenditure of [REDACTED] for the detailed design and tender action for two schemes to increase car parking capacity at Maynooth Station.
- It was noted that this project is to be funded by the NTA.
- 4735.8** Renewal of Mechanical and Electrical Systems Assets at Connolly Station Headquarters
The board gave its approval for expenditure of [REDACTED] for the renewal of life expired and non-compliant electrical and mechanical systems at the Connolly Station headquarter buildings.
- It was noted that funding for this project is to be provided from Iarnród Éireann's own resources over a three year period 2018 to 2020.
- 4735.9** Cork Re-signalling Scheme
The board gave its approval for expenditure of [REDACTED] to implement the development phase of the Cork Re-signalling Scheme, [REDACTED]
- It was noted that this initial funding is to allow a full scoping and development phase to be completed.
- 4735.10** Waterford Re-signalling Scheme
The board gave its approval for expenditure of [REDACTED] to implement the development phase of the Waterford Re-signalling Scheme, subject to funding from the Revenue refunded VAT monies held by CIÉ.
- It was noted that this initial funding is to allow a full scoping and development phase to be completed.
- 4735.11** Feasibility Study into the Elimination of Seven Manned Level Crossings on the Dublin/Cork Line
The board gave its approval for [REDACTED] for a feasibility study into the elimination of seven manned level crossings (XC187, XC201, XC209, XC211, XC212, XC215 and XC219) on the Dublin/Cork Line, subject to funding from the Revenue refunded VAT monies held by CIÉ.
- It was noted that the current estimated cost of the project is [REDACTED]
- 4735.12** Replacement of the Inchicore Running Shed Roof
The board gave its approval for the provision of capital funding of [REDACTED] for the complete replacement of the roof cladding and flat roof covering on the Inchicore Running Shed Maintenance Depot, subject to it having been included in the annual budget and cashflow of Iarnród Éireann.
- 4735.13** Closeout Report
The memorandum previously circulated was taken as read and noted.
- 4735.14** The board gave its approval for the closeout of the 2016 Accessibility Programme.
- 4736** **PROCUREMENT**
[REDACTED] Chief Procurement Officer, joined the meeting at this time.
- 4736.1** Procurement Report
The Procurement Report for Period 2 2018 previously circulated was taken as read and noted.
- 4736.2** It was noted that while some areas of purchasing are not within the Chief Procurement Officer's responsibility, the board had agreed that details should be included in Procurement Reports in future.

4736.3

Contracts

The two memoranda previously circulated were taken as read and noted.

4736.4

Overhaul of Class 22000 ICR Couplers

The board gave its approval for the award of a three year contract to Company A (Voith) for the provision of specialist equipment overhaul services required for the train coupling systems fitted to Iarnród Éireann's Class 22000 ICR fleet.

It was noted that:

- The estimated contract value over the full term is [REDACTED]
- The non-recoverable VAT arising is estimated at [REDACTED] giving a total contract award figure of [REDACTED]
- The funding source for this contract is the Chief Mechanical Engineering Heavy Maintenance Budget.

4736.5

Replacement Axle Bearings FOR Class 22000 ICRs – Contract Without a Call for Competition

The board gave its approval for the award of a three year contract to [REDACTED]

22000 ICR fleet at an estimated cost of [REDACTED] and applicable import duties.

It was noted that:

- The estimated non-recoverable VAT is [REDACTED] giving a total contract value of [REDACTED]
- The basis for proceeding without a call for competition is in line with EU Procurement Directives given that these axle bearings can only be supplied by Mitsui and they are deemed to fall within Article 50(e) of Directive 2014/25/EU.
- The funding source for this contract is the Chief Mechanical Engineering Heavy Maintenance Budget.

4736.6

Selection and Award Criteria

The five memoranda previously circulated were taken as read and noted.

4736.7

Operation and Maintenance of On Track Machines

The board gave its approval for the award criteria as presented to progress the tender process for the operation and maintenance of on track machines.

It was noted that:

- This contract will operate for a period of five years with an option to extend for a further two years.
- [REDACTED]

4736.8

OHLE Maintenance, Repair and Renewal Services

The board gave its approval for the award criteria as presented to tender for the provision of maintenance, repair and renewal services for Iarnród Éireann's overhead line equipment (OHLE).

It was noted that:

- This single party framework agreement will operate for a period of five years.
- The estimated total value of this contract is [REDACTED]
- The funding source for this contract is the MAC.

4736.9

Train Protection System (TPS) Project Management Support Services

The board gave its approval for the award criteria as presented for the procurement of project management support services to support the implementation of TPS.

It was noted that:

- The estimated value of this contract is [REDACTED]
- The funding source for this contract is the MAC.

4736.10

Overhaul of Pneumatic Equipment on the Class 22000 ICR Fleet

The board gave its approval for the award criteria as presented to be used in the tender process for the overhaul of pneumatic equipment in use on the Class 22000 ICR fleet.

It was noted that:

- The estimated cost for the project is [REDACTED]
- This project will be funded through the Chief Mechanical Engineering Heavy Maintenance Budget.

4736.11 Track Welding Services

The board gave its approval for the selection and award criteria as presented to facilitate the progression of the procurement process for the provision of track welding services.

It was noted that:

- This contract will operate for a period of four years with the option of extending for a further year.
- The estimated spend under this contract is [REDACTED]
- The funding source for this contract is the MAC.

4736.12 2017 Derogations

The memorandum previously circulated was taken as read and noted.

4736.13 The board asked for further details in respect of the items listed which related to Clare Co. Council and Magdalene. [REDACTED]

4736.14 Procurement Timetable

The Procurement Timetable for 2018 previously circulated was taken as read and noted.

[REDACTED] left the meeting at this time.

4736.15 Increase in the cost of the Revenue Equipment Maintenance Contract

The memorandum previously circulated was taken as read and noted.

4736.16 The board noted that the spend over the total contract duration for the revenue equipment maintenance contract is now projected at [REDACTED] and will be greater than originally notified by [REDACTED]

- (i) The asset base being maintained was greater than originally estimated [REDACTED]
- (ii) Additional vandalism costs [REDACTED] and
- (iii) Incorporation of a ticket supply contract into the revenue equipment maintenance contract [REDACTED]

It was also noted that:

- The funding source for this contract is from the operational budget of Train Operations.
- There is no risk to the 2018 Budget as the contract spend is being aligned with actual/projected spend.

4737 ADMINISTRATIVE ITEMS

4737.1 Transaction for Approval, Sealing and Signing

The transactions (5) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (2) for approval and signing at the meeting were approved and signed.

Appendix II

4737.2 Updates to Corporate Governance Documents

The three memoranda previously circulated were taken as read and noted.

4737.3 The board gave its approval for revised Terms of Reference for the Iarnród Éireann Audit and Risk Committee and the update of the Directors' Manual accordingly.

4737.4 The board noted the changes to the following CIÉ Corporate Governance documents:

- Schedule of Matters Reserved for CIÉ Board Decision and
- CIÉ Policy on Strategic Corporate Planning.

4737.5 Amendment to the Bank of Ireland Mandate

The memorandum previously circulated was taken as read and noted.

4737.6 It was proposed by [REDACTED] and seconded by [REDACTED] and resolved that:

1. The name of [REDACTED] be deleted from the list of authorised signatories for the Ireland No. 1 Account (including supplementary accounts).
2. The name of [REDACTED] be deleted from the list of authorised signatories for the Wages Drawing No. 1 Account (including supplementary accounts).
3. The name of [REDACTED] be added to the list of authorised signatories for the Ireland No. 1 Account (including supplementary accounts).
4. The name of [REDACTED] be added to the list of authorised signatories for the Wages

- Drawing No. 1 Account (including supplementary accounts).
5. The name of [REDACTED] be added to the list of authorised signatories for the Ireland No. 1 Account (including supplementary accounts).
 6. These amendments should take effect from 1st April 2018."

4738 ITEMS FOR NOTING

4738.1 Report to the Minister

The Report to the Minister following the board meeting on 13th February 2018 previously circulated was taken as read and noted.

4738.2 Advisory Group Minutes

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- (i) Infrastructure Advisory Group meeting 15th November 2017.
- (ii) Audit and Risk Review Group meeting 23rd November 2017.
- (iii) Safety Advisory Group meeting 27th November 2017.

4738.3 Rolling Agenda for 2018

The memorandum previously circulated was taken as read and noted.

4739 DATE AND LOCATION OF NEXT MEETING

Tuesday 29th May 2018 at 9.30am in Heuston Station.

Chairman

[REDACTED]

Date

29-5-18

TRANSACTIONS FOR APPROVAL AND SEALING

1. Lease in duplicate with [REDACTED] for a retail unit at Maynooth Railway Station, for a term of 5 years at a rent of [REDACTED] plus 1% Gross Turnover less VAT.
2. Licence in duplicate with [REDACTED] for the installation, maintenance and use of fibre optic cable at the following 10 locations in the town of Navan, Co. Meath, for a licence period of 40 years, for a licence fee of [REDACTED], subject to review in accordance with the Consumer Price Index every 5 years.
 - Ferganstown & Ballymacon at 15 miles 375 yards, Drogheda to Navan Line
 - Athlumney at 15 miles 1,404 yards, Drogheda to Navan Line
 - Athlumney at 15 miles 1,692 yards, Drogheda to Navan Line
 - Athlumney at 16 miles 290 yards, Drogheda to Navan Line
 - Athlumney at 16 miles 1,032 yards, Drogheda to Navan Line
 - Dillonsland at 16 miles 1,195 yards, Drogheda to Navan Line
 - Dillonsland at 16 miles 1,240 yards, Drogheda to Navan Line
 - Dillonsland at 16 miles 1,725 yards, Drogheda to Navan Line
 - Townparks at 17 miles 740 yards, Drogheda to Navan Line
 - Moathill at 31 miles 700 yards, Tara Junction to Kingscourt Line
3. Closure Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XX016 at 149 miles 410 yards on the Manulla Junction to Ballina Railway Line, for a consideration of [REDACTED]
4. Closure Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XT089 at 29 miles 796 yards on the Mallow to Tralee Railway Line, for a consideration of [REDACTED].
5. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the exchange of lands, (CIÉ to [REDACTED] to CIÉ), in relation to the closure of Level Crossing XL059 at 18 miles 1,590 yards on the Limerick to Waterford Railway Line, for a consideration of [REDACTED] being paid by [REDACTED]

Company Secretary
Iarnród Éireann
27th March 2018

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] in respect of telecoms equipment on the Irish Rail Signal Mast at Dromod Railway Station, Co. Leitrim, for a term of 5 years at a licence fee of [REDACTED] per annum, subject to review every 5 years, in accordance with the Consumer Price Index.
2. Licence in duplicate with Kildare County Council for property alongside the Dublin to Sligo Railway Line, part of the Midland Great Western Railway, to facilitate the construction and operation of a cycleway as part of the Galway to Dublin National Cycle Route for a licence period of [REDACTED]
[REDACTED]

Company Secretary
Iarnród Éireann
27th March 2018

STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND TWENTYFOURTH
BOARD MEETING HELD ON FRIDAY 11TH MAY 2018
AT 9 AM IN THE BOARDROOM, HEUSTON STATION**

PRESENT:

[REDACTED]
[REDACTED] Director (by telephone)
[REDACTED] Director (by telephone)
[REDACTED] Director (by telephone)
[REDACTED] Director (by telephone)
[REDACTED] Director (by telephone)

IN ATTENDANCE:

[REDACTED]

APOLOGIES: Apologies were received from [REDACTED]

MIN NO.

4740 APPOINTMENT OF CHIEF EXECUTIVE

- 4740.1 The Chairman thanked Directors for joining the meeting at short notice. He reminded them that the process for appointing a Chief Executive is governed by the CIÉ Group Recruitment and Remuneration Policy and Government Guidelines. He advised that the interview panel to select a Chief Executive comprised himself, [REDACTED] and [REDACTED]. The panel retained PricewaterhouseCoopers (PwC), led by [REDACTED] as executive search advisors. All meetings were held in the PwC offices. The external panel member, [REDACTED] contributed well and it was of benefit that all the candidates were external to him.
- 4740.2 The Chairman advised that the position was advertised both locally and overseas. Seventy expressions of interest were received. The brief was for a person who would lead change management and who knew how to lead a large infrastructure organisation. There were two interview processes, including psychometric analysis. The job advertisement specified requirements such as the development of relationships, leadership abilities and someone to lead the organisation into a financially sustainable position. Given the importance of change management, the decision came down to whether an internal person who knew organisation well or someone with similar experience elsewhere would suit best.
- 4740.3 It was noted that the interview panel is recommending that [REDACTED] be appointed by the board. The appointment would be for five years, with a package approved by the Department of Transport, Tourism and Sport (DTTAS), having consulted the Department of Public Enterprise and Reform (DPER). The agreed package is in line with that of the former Chief Executive, [REDACTED].
- 4740.4 The Chairman explained that it was necessary to seek a derogation from current salary guidelines to fill the position at a remuneration level that was attractive to suitable candidates. Approval was given for this derogation. However, the DTTAS and DPER placed strong emphasis on the need for the board to maintain full compliance with the detail of the approval received and that while some other agencies may have regarded the DPER approval as a matter of guidance, this is not the case.
- 4740.5 [REDACTED] acknowledged that the Chairman kept the panel within the appropriate guidelines. He endorsed the recommendation with high levels of confidence and stressed that this is backed up by the psychometric assessment.

4740.6 In response to the Chairman, all the Directors present supported the recommendation, with comments that it is good news for staff that someone who has worked in the company for all of his career would be appointed to the Chief Executive role. The Chairman emphasised that the discussion held with [REDACTED] noted that he would be required to lead major change. [REDACTED] had recognised this imperative. The Chairman stated that [REDACTED] is happy to deal fairly with staff and to make Iarnród Éireann a great place to work. He will honour commitments made but will expect the same of others.

4740.7 The Chairman added that the psychometric test showed that [REDACTED] has potential for future growth. The board should support him fully. In response to [REDACTED], the Chairman gave details of the psychometric tests used.

4740.8 The board approved the appointment of [REDACTED] as Chief Executive for a period of five years with effect from 14th May 2018.

4740.9 The Chairman expressed his thanks to [REDACTED] for their contribution during the recruitment process.

4741 **DATE AND LOCATION OF NEXT MEETING**
Tuesday 29th May 2018 at 9.30am in Heuston Station.

Chairman

[REDACTED]

Date

29-5-18

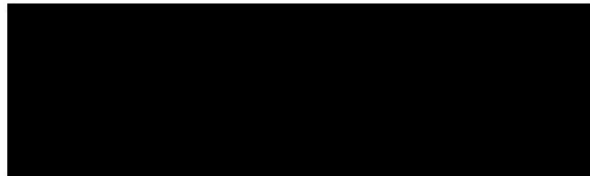
STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

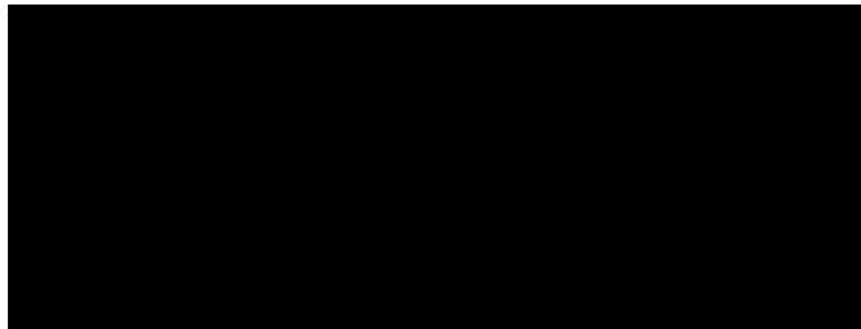
IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND TWENTYFIFTH
BOARD MEETING HELD ON TUESDAY 29TH MAY 2018
AT 9.30 AM IN HEUSTON STATION**

PRESENT:



IN ATTENDANCE:



ABSENT:

Apologies were received from



MIN NO.

4742 INTRODUCTION

4742.1 The Chairman advised that [REDACTED] is due to retire as a bus driver in Bus Éireann on 31st May 2018. As a consequence he will also be retiring from the CIE, Iarnród Éireann and Bus Éireann boards on that date. Therefore, as he had sent his apologies for today's meeting the special board meeting held on 11th May 2018 was his last. He has been a director on the Iarnród Éireann board since December 2009 and will be greatly missed. The Minister for Transport, Tourism and Sport will be advised of the vacancy that now arises. The filling of the vacancy will be a matter for him having regard to the results of the last Worker Director Election held in October 2017.

4742.2 The board congratulated [REDACTED] on his appointment as Chief Executive. Directors wished him well in his new role.

4743 CONFLICT OF INTERESTS

4743.1 No conflicts of interests were declared.

4744 MINUTES

4744.1 The Minutes of the meeting held on 27th March 2018 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceeding subject to the following amendment:

Minute 4732.3

Amend:

"The company is expecting to be fully General Data Protection Regulation (GDPR) compliant by 25th May 2018."

to:

"The company will be materially compliant with the new General Data Protection Regulation (GDPR) by 25th May 2018."

- 4744.2 The Minutes of the special meeting held on 11th May 2018 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings.

4744.3 **Matters Arising**

1. Minute 4732.3

In response to the Chairman, [REDACTED] confirmed that all necessary GDPR policies will be in place by Quarter 3 2018. The Chairman asked for the board to be kept up to date on progress. [REDACTED]

2. Minute 4740.1

In response to [REDACTED] the Chairman confirmed that there was interaction with the CIE Board Remuneration Committee at each step during the process for the recruitment of the Chief Executive.

4744.4 **Outstanding Action Items**

The memorandum previously circulated was taken as read and noted.

4744.5 The following were noted:

Item 486 – A copy of the High Court decision arising out of Iarnród Éireann's application for a Judicial Review of the An Bord Pleanála (ABP) decision relating to a planning dispute between Iarnród Éireann and Clare County Council is also to be forwarded to Mr. Mulholland. [REDACTED]

Item 487 – In response to the Chairman, [REDACTED] confirmed that details of the property strategy will be circulated to the CIE Board Strategy Committee in advance of its meeting on 4th July 2018.

Item 492 – In response to the Chairman, [REDACTED] confirmed that no more per way work will be deferred once new drivers come on stream having completed their training and mentoring. This will take approximately 12 months but will diminish over this time.

Item 493 – The review of residential properties has commenced. Management responsibility for this lies with Iarnród Éireann.

Item 495 – It was noted that much of the derogations in respect of Clare County Council related to an accumulation of matters not associated with the planning dispute (mentioned later in the meeting).

- 4744.6 The status of all the other items on the Outstanding Action Items List was noted.

4745 **CHAIRMAN'S COMMENTS**

4745.1 **Board Vacancies**

The Chairman stated that the Minister had advised that he had invited people with personal experience of disability to apply for one of the board vacancies. This process is well advanced. With respect to the next board vacancy, an advertisement is due to be published inviting people who have a particular interest in customer and consumer advocacy to apply. This is likely to take a number of months. The Chairman stated that he had advised the Minister that whoever is selected will have responsibility for all aspects of the business similar to other directors.

4745.2 **Nomination of a Chairman of CIE**

The Chairman advised that [REDACTED] has been nominated by the Government as Chairman Designate of CIE. However, before her appointment can be formalised, she is to appear at a meeting of the Joint Oireachtas Committee on Transport on 13th June 2018. This is a good development because the position of CIE Chairman has been vacant for almost a year which was not satisfactory. [REDACTED] has indicated that she may attend some subsidiary company board meetings.

4745.3 Public Transport Forum

The Chairman advised that, at the invitation of the Minister, he had attended a Public Transport Forum meeting. He stated that while he thought the Executive should have been invited to attend, the Minister had wanted to keep matters at a strategic level initially.

4745.4 The Chairman stated that during the Public Transport Forum meeting, one person had criticised Iarnród Éireann for not doing enough for people with disability. Improvements are being made. However, this person cited new arrangements at Kent Station in Cork which necessitates the use of three lifts. The ensuing discussion between the board and management covered the following matters:

- Elevation of the Kent Station site and depth levels.
- Underpass and ramps.
- Whether the engagement with user groups was sufficiently detailed.
- Whether the current system of consultation with user groups is working properly. Even though engagement takes place with the appointed user groups, different people still have different views.
- The need to be more proactive and go beyond minimum statutory requirements for engagement.
- The need to explain why to user groups when some of their requests cannot be met.

4745.5 [REDACTED] requested that a mechanism be put in place to identify in advance all those projects which require significant feedback/consultation from all customer groups and not just those with disabilities. [REDACTED]

4745.6 The Chairman stated that he expected the Public Transport Forum to advance on the recent meeting leading to better engagement with Congress, the trade unions, the National Transport Authority (NTA) and all other relevant groups. [REDACTED] agreed stating that it should lead to a "proper" forum.

4745.7 Rosslare Europort

The Chairman advised that the Minister had visited Rosslare at the invitation of a local TD and local business people. The Chairman stated that he had attended this meeting during which there was good engagement. While some extreme and unreasonable criticism was expressed, it may be fair to say that Rosslare has been neglected over the years because it is a small part of the Iarnród Éireann business. However, in light of Brexit, Rosslare make take on greater significance. Iarnród Éireann should be ready for this. Work is under way in this regard by the General Manager Freight & Rosslare Europort, [REDACTED]. In addition, the local County Manager wants to engage with us on this.

4745.8 [REDACTED] stated that engagement on Rosslare Europort's business plan is also expected to take place with the Department of Transport, Tourism and Sport (DTTAS), the Department of Agriculture, the Irish Road Haulage Association and Customs and Revenue. Matters to be discussed include:

- Whether Rosslare Europort should become a licensed port similar to Dublin Port.
- Livestock and cold storage facilities.
- Other facilities that may be required by Customs and Revenue.
- The type of funding that may become available e.g. for better road access. However, it was noted that there are restrictions with respect to funding for individual ports. Commercial activities cannot be funded.

4745.9 Freight

The Chairman noted that the company is looking for opportunities to expand its freight business. He asked that a report be brought back to the board on this matter. [REDACTED]

4745.10 Northern Ireland Railways (NIR)

The Chairman noted that a meeting is to take place with Translink in Belfast next week. While Iarnród Éireann's priority is on services closer to Dublin where passenger demand is greater (e.g. electrification of the Maynooth Line), NIR wants us to improve Enterprise services and journey times. Their concern is that this is not as high a priority for Iarnród Éireann as it is for them. [REDACTED] advised that he would be at the meeting next week. He suggested that Iarnród Éireann's fleet strategy should take account of rolling stock procurement by NIR and plans for the Enterprise.

4745.11 Report on the Clare County Council Planning Dispute

The Chairman summarised the main conclusions of this report. He felt that this case may

suggest that Iarnród Éireann tends to go to court to resolve issues before availing of all other avenues for dispute resolution. This has the potential to expose the company to additional costs. In addition, the dispute highlighted the consequences of the weaknesses in the current case management system. He felt that this was a matter for the board to consider and on which to give guidance to management.

4745.12 Further matters discussed included the following:

- Legal clarity on the particular issue in dispute has now been obtained and no further cases of this type will be taken in the future. (The High Court Judge felt that, by a very wide margin, the case for the pursuit of the Judicial Review of the ABP decision was very weak).
- Quality of the legal advice received in this case and whether management challenges it sufficiently.
- Whether there is a need for the company to assert its legal rights to maximum extent possible at the cost of good relationships with key stakeholders.
- The need for a risk assessment to be carried out in all such cases of the potential cost (including reputational damage) of losing the case. This would require an improvement in the internal controls within the organisation.
- A proper risk management process may result in different decisions on the running of cases than those that arise out of the current case management system.
- The process for managing legal cases should be formalised and should include escalation procedures.
- Whether a Planner (with experience of the workings of ABP) should be brought in to advise in planning cases.
- Inconsistency within Clare County Council on this case.
- Parallels for other issues such as those which arise in the industrial relations area.

4745.13 The Vaults

In response to the Chairman, [REDACTED] (a member of the Audit and Risk Committee to which the Report was presented), summarised the project. He stated that it had started before a proper risk management process had been developed in the company. In addition, an inadequate remedial plan had been implemented. However, he stated that he was not convinced that the company would capture the full detail of this project risk were it to arise today. Separately, there was the issue of risk ownership i.e. who has responsibility for claims and who has responsibility for the liability. He also noted that the risk escalation process was very delayed during this project with the insurers being advised of the incident two years later. [REDACTED] reassured the board that the risk management process has matured since then and the company has learned a lot in recent times.

4745.14 Other matters discussed included the following:

- Broken interface between Iarnród Éireann and CIÉ in relation to these matters.
- Lack of clarity around instructions being given to the Group Solicitor.
- Unsuccessful mediation attempt.
- The speed of the momentum which resulted in the case going to court.
- Requirement for a special board meeting during the court case when it transpired that the company had a weak case.
- The core of the High Court case was a question of quantum and not a question of liability.
- The level of legal costs incurred (approximately [REDACTED]) in bringing the case to the High Court.
- Impact on the Financial Statements.
- Would the project have even started if the risk identification process was adequate? There needs to be a substantial improvement in the risk management process.
- The need for more conciliatory ways of dealing with disputes. The company should try and find alternative ways of dealing with disputes without rushing to the courts and without always asserting its rights to the maximum extent possible.

4746 CHIEF EXECUTIVE'S REPORT

4746.1 Overview

In response to the Chairman, [REDACTED] gave an overview of where he thinks the company is going. He stated that the company was embarking on a journey. With the support of the board he had been entrusted with the leadership of the company for the next five years of that journey. He outlined what he hoped to achieve as follows:

- [REDACTED]

- [REDACTED]
- The need for a correct fleet strategy to be aligned with the electrification strategy.
- Preference for a straight move to electrical multiple units (EMUs) and not via the use of hybrid vehicles.
- Partnership with all stakeholders including the staff, the trade unions, the DTTAS, the NTA, fleet suppliers, local authorities, ABP and the Commissioner for Railway Regulation (CRR).
- All of the above to be a driver for a change in culture especially in the areas of safety and staff empowerment. This will lead to a step-change in service provision.
- A new set of key performance indicators (KPIs) will be required to monitor progress.

4746.2 Matters discussed included the following:

- Unless the aforementioned plans are implemented Iarnród Éireann will not be able to contribute to climate change objectives and to an improvement in the environment.
- All projects must be "75 million passengers compatible" from now on.
- A big allocation of public transport funding is available to Iarnród Éireann now. If the required investment does not happen it will be because the company has not proactively made its case for it.
- The need to measure progress including half year/quarter year HR scorecards and data analytics.
- All staff within the Group, including management, need to understand that a change in culture is required.

4746.3 Chief Executive's Report

The Chief Executive's Report previously circulated was taken as read and noted.

4746.4. [REDACTED] presented his report and highlighted the following:

- The Five Year Plan 2019 – 2023 does not target the aforementioned 75 million passengers. This level of passenger numbers will not be achieved until 2023 onwards when the new fleet arrives.
- A number of issues with the live system have occurred in the latest phase of the Customer First Programme (CFP). Cubic are fully committed to the latest delivery date which has been pushed out to ensure quality of service to the customer.
- A steering group has been established comprising the Infrastructure Manager (IM), Railway Undertaking (RU) and Group Property Departments in respect of the proposed new development at Waterford which includes a new railway station and associated track and signalling works. The Chairman encouraged management to be as proactive as possible with Waterford City and County Council (WCCC) in respect of this scheme as it will be of benefit to the company.
- NIR has advised that, due to funding constraints, it will not be able to continue the third year of the three year ballast cleaning contract.
- [REDACTED] is to complete his report on code loop issues by August 2018.
- The company has fully recovered now from the fire at the relay room in Bray. The UPS system was the source of heat which caused the fire. There is no simple solution. However, inspections and monitoring of all relay rooms is to be reviewed on a risk assessment basis. The incident raises concerns about the resilience of our equipment with respect to fires.
- Absenteeism levels are excellent.

4747 **DRAFT FIVE YEAR PLAN 2019 – 2023**

4747.1 The draft Five Year Plan 2019 – 2023 previously circulated was taken as read and noted.

4747.2 [REDACTED] presented the draft Five Year Plan and highlighted the following matters:

- The plan has been prepared in line with total advised funding. It is up to the company to pitch for as much as possible of the enhanced funding announced by the Government earlier in the year.
- A breakeven position each year is indicated for the RU because the surplus it earns will be transferred to the IM. The surplus will be largely generated by fares increases in line with inflation and volume increases.
- IM funding is comprised of:

[REDACTED]

- Increasing marginal TACs over the life of the plan which will comprise the transfers of the surplus from the RU.

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED] it was acknowledged that the company is in a better position now than it was in previous years.
- Even though the ATP Project may be assisted with transfers from the RU, the DTTAS is being requested to categorise it as a capital project requiring significant funding.
- It was suggested that there is an opportunity for overlap between the Electrification (signalling) and ATP Projects. Re-signalling should drive ATP. These two projects should be integrated to the extent that there is common technology. It was agreed that this matter would be discussed with the DTTAS.
- Expenditure on the accessibility programme is to be increased over the life of the plan.
- There is very little in the plan to address climate change resilience issues (e.g. impact of coastal erosion near Bray Head).
- The own-funded capital expenditure plan provides for roof replacements at Inchicore and Limerick.

4747.3 Other matters discussed included the following:

- The plan takes account of the need for the remobilisation and the reshaping of the workforce over the next few years.
- Ways should be found to fill gaps in resources in order to prevent slippage and project delays.
- Provision has been included in the plan for temporary staff.
- There are no grounds for concern over the next 2/3 months that will put any funding at risk.
- Formal commitments for the funding for the early stages of projects e.g. project design etc. should be secured as soon as possible.
- The supply chain on several of the projects is being advised of the company's future plans.
- The DTTAS is fully aware of the consequences of any IM funding shortfall. This funding gap is not becoming tolerable. While the level of funding is substantially better than what it was in the past, the company will still be operating the railway in a manner that is not satisfactory (e.g. degraded track etc.). In addition, funding shortfalls are obstacles to achieving increases in passenger numbers and revenue.
- Funding will not be diverted from the Maynooth Electrification Project to fund the IM shortfall because it is needed for the future development of the railway. Therefore, the company will be carrying a short term risk that has to be managed. It was agreed that a presentation on the consequences of the aforementioned funding shortfall should be given to the board.
- Risk management must take precedence over project delivery during the implementation of the plan.

4747.4 It was noted that the plan would now be submitted to the DTTAS and to the NTA for comment following which a final version will be brought back to the board for further discussion

4748 **ADVISORY / POLICY PAPERS**

4748.1 **Audit and Risk Committee (ARC)**

The Report from the Chairman of the ARC previously circulated was taken as read and noted.

4748.2 [REDACTED] advised that the following had been discussed at the ARC meeting on 22nd May 2018:

- Internal Audit Reports.
- Draft Five Year Plan.
- The Vaults.

- Procurement Report.
- Disclosure of reserve for third party and employers' liability claims.
- Deloitte and KPMG Reports on the Integrated Ticketing System (ITS).

- 4748.3 The board discussed the per way payroll Internal Audit Report. Matters covered included:
- While industrial relations issues may delay the rollout of this payroll, the Workplace Relations Commission (WRC) recommendation issued yesterday should help.
 - Excessive hours recorded on this payroll suggest there may be fatigue risks. Fatigue risk controls were also discussed. However, it was acknowledged that in the past local discretion was used in respect of hours being allocated for payment rather than actual hours worked. This issue needs to be followed up.
 - A follow up audit is to be carried out shortly by Group Internal Audit.

4748.4 **Human Resources Advisory Group (HRAG)**

The Report from the Chairman of the HRAG previously circulated was taken as read and noted.

- 4748.5 The Chairman of the HRAG, [REDACTED] advised of the following matters discussed at the HRAG meeting on 15th May 2018.

- HR Five Year Plan.
- The introduction of a Joint Industrial Council (JIC) pilot for the Chief Civil Engineering (CCE) Department. This will involve binding arbitration for individual and collective issues.

- [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]

- 4748.6 [REDACTED] concluded that while there is still a backlog of issues to be addressed, the industrial relations environment has improved. However, work in this area is slow due to resource constraints on both sides.

4748.7 **Board Safety Committee (BSC)**

A Report from the Chairman of the BSC was circulated.

- 4748.8 The Chairman of the BSC, [REDACTED] advised of the following issues discussed at the recent BSC meeting on 15th May 2018:

- Key incidents reported by the RU including two cases of significant over speeding and a wrong side door failure on the Enterprise.
- Key incidents reported by the IM including two unrelated staff incidents concerning eye protection and an incident involving two road-rail vehicles being on the track outside of a possession. This is of concern and is the subject of an internal investigation.
- The safety plan in on schedule. However, there is an absence of resources to drive key initiatives. Recruitment of a lead individual is in progress.
- Following a competency assessment review, the IM and RU have been asked to find out why competency shortcomings were not picked up during routine audits.
- A recent event arranged to look at how close call reporting can be improved was well received.
- The recommendations arising out of the recent safety governance review are being progressed by [REDACTED] Strategic Safety Manager. She has visited a number of organisations and reported back to the BSC. Suggested good practice tools and techniques used in these organisations are being reviewed and considered for potential adoption by Iarnród Éireann.
- A safety culture review is under way by a recognised expert in the field.
- The IM has initiated a number of research contracts with small businesses for measures to prevent bridge strikes. These may involve new technology.

- 4748.9 The Chairman advised that he had written to [REDACTED] the CRR, to express appreciation for timely receipt of recent safety approvals. It was agreed that [REDACTED] and [REDACTED] would arrange to meet him.

It was also agreed that [REDACTED] of the RAIU should be invited to a board meeting.

Chairman

- 4748.10 [REDACTED] advised that as part of the safety governance review, KPIs are being revisited as the current ones are not sufficient. She asked the Chairmen of the Advisory Groups to consider whether there are other more strategic KPIs that could be put in place.
- Advisory Group Chairmen
- 4748.11 Trains Advisory Group (TAG)
The Report from the Chairman of the TAG previously circulated was taken as read and noted.
- 4748.12 The Chairman of the TAG, [REDACTED] advised of the following matters considered at the TAG meeting on 21st May 2016.
- Fleet Strategy
The benefit of avoiding hybrid trains (despite the NTA's apparent preference for them) was discussed. This could amount to approximately [REDACTED]. Subject to the agreement of the NTA, and the confirmation of funding, the roll out of new vehicles should be aligned with the Maynooth Electrification Project. However, service disruptions and passenger loadings in the interim need to be reflected in the Five Year Plan. It was agreed that a short document should be prepared as soon as possible for the NTA before they become too committed to the concept of hybrid vehicles which would not be Iarnród Éireann's preference. [REDACTED]
 - Enterprise Strategy
While prioritising the Maynooth Electrification Project may conflict with NIR's Enterprise strategy, potential solutions to address their concerns can be worked out.
- 4748.13 It was noted that the highest risk to the company's ability to deliver the Maynooth Electrification (including ATP) and other projects on time will be resourcing, planning and scheduling. [REDACTED] advised that management has been asked to consider the potential for significant service disruptions and the requirement for additional weekend working.
- 4748.14 The Chairman stated that if the Maynooth Electrification and ATP Projects are to be integrated the company needs to be fully committed in this regard.
- 4748.15 Infrastructure Advisory Group (IAG)
The Report from the Chairman of the IAG previously circulated was taken as read and noted.
- 4748.16 The Chairman of the IAG, [REDACTED] advised of the following matters discussed at the recent IAG meeting:
- Signalling, Electrical and Telecoms (SET) Strategic Plan
The IAG is fully supportive of the SET strategic plan. However, it must be emphasised that this cannot be fully implemented without additional costs being incurred. Short term and medium term decisions need to be made in this regard.
 - Electrification Asset Plan
A report was received from [REDACTED] on the plan to address the ageing traction and overhead line equipment (OHLE).
- 4748.17 Risk Management
The Chairman stated that the risk management process in the company has been thoroughly reviewed by management and by the board. However, the question must be asked as to whether further discussion on the issue of the perfect alignment between Iarnród Éireann documents and CIE documents is a good use of board time. [REDACTED] stated that the genesis of this particular issue was the Mazars Report. It commented that Iarnród Éireann's risk documents did not make reference to the escalation process to CIE. However, [REDACTED] felt that CIE's documents could have been altered to reflect this. [REDACTED] stated that the CIE Group Risk Principles document was not prescriptive. However, he understood that the issue was now resolved.
- 4748.18 Quarterly Risk Report
[REDACTED] Chief Risk Officer, joined the meeting at this time.
- 4748.19 [REDACTED] advised that no risks were removed from the List of Principal Risks since the last meeting. One new Principal Risk had been added which relates to compliance with GDPR.
- 4748.20 Matters discussed included the following:
- Self-reporting of over speeding incidents has improved.
 - Risks are categorised into such areas as operational, safety, financial, hazard etc.
 - Financial and hazard risks are discussed at senior level.
 - The use of the CIE categorisation of risks would invite consideration of such matters as

- legal risks. This should prompt staff at lower levels to consider risks in these other areas.
- The risk management process should identify situations where there is a possibility of going to court too quickly.
- The need to ensure that legal cases brought by or against the company are included in our risk management processes.
- The network model is separate from the OpRisk Control System.

left the meeting at this time.

4748.21 Draft Revised Iarnród Éireann Board Risk Management Policy

The draft revised Iarnród Éireann Board Risk Management Policy (including the Risk Management Framework) previously circulated was taken as read and noted.

4748.22 Given that the issue of the alignment of CIÉ and Iarnród Éireann documents had, as stated earlier, been resolved, the revised Risk Management Policy (including Risk Management Framework) was taken as approved.

4749 CAPITAL EXPENDITURE

4749.1 Capital Expenditure Proposals

The five memoranda previously circulated were taken as read and noted.

4749.2

4749.3 In response to the Chairman, [REDACTED] stated that the management of this project could have been better. There were resource constraints due to internal workloads. The Chairman stated that this highlighted his concern about the company's ability to manage big projects leading into a growth period. The company's project management skills need to be resourced and enhanced. [REDACTED] advised that this project was also subject to significant disputed claims from the contractor. These were eventually resolved through a conciliation process.

4749.4 Rosslare Europort – Berth 1 Linkspan Refurbishment

The board gave its approval for expenditure of [REDACTED] for the construction stage of the refurbishment of the Berth 1 Linkspan at Rosslare Europort.

It was noted that this project would be funded from the company's own resources.

4749.5 Broombridge Footbridge - Additional Expenditure

It was noted that:

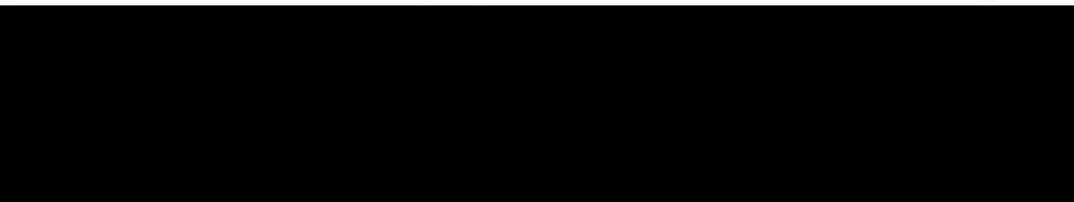
- [REDACTED]
- The project is being carried out on behalf of Transport Infrastructure Ireland (TII) as part of the Luas Cross City Project.
- [REDACTED]

4749.6 The Chairman stated that project management issues occurred on this project also.

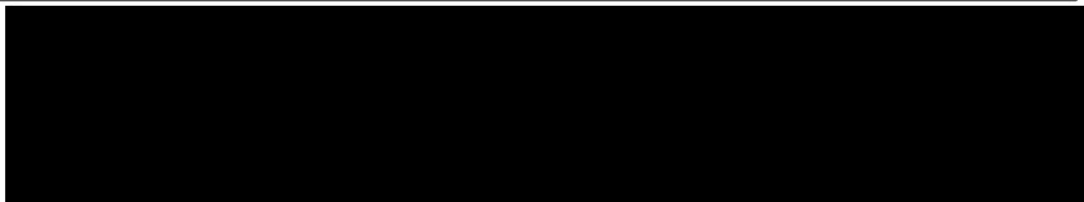
4749.7 In response to [REDACTED] advised that the lessons learned from such projects as these are reviewed with the Project Managers on an individual basis. The Chairman stated

that if they are not up to scratch in this regard then the company needs to bite that bullet.

4749.8



4749.9



4749.10

Closeout Reports

The three memoranda previously circulated were taken as read and noted.

4749.11

The board gave its approval for the closeout of the following projects:

- (a) Fire regulation compliance in operational stations.
- (b) Closure of XC197 on the Dublin / Cork Line.
- (c) Renewal of UBL154 on the Limerick / Waterford Line.

4750

ADMINISTRATIVE ITEMS

4750.1

Transactions for Approval, Sealing and Signing

The transaction (8) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (6) for approval and signing at the meeting were approved and signed.

Appendix II

4750.2

Updates to Corporate Governance Documents

The two memoranda previously circulated were taken as read and noted.

4750.3

The board gave its approval for revised Terms of Reference for the Iarnród Éireann Audit and Risk Committee and the update of the Directors' Manual accordingly.

4750.4

The board noted the change to the Schedule of Matters Reserved for CIE Board Decision and the update of the Directors' Manual accordingly.

4750.5

Protected Disclosures Annual Report 2017

The memorandum previously circulated was taken as read and it was noted that no protected disclosures were received by Iarnród Éireann during 2017.

4751

PROCUREMENT



Chief Procurement Officer, joined the meeting at this time.

4751.1

Procurement Report

The Procurement Report for Period 4 2018 previously circulated was taken as read and noted.

4751.2

Contract

The five memoranda previously circulated were taken as read and noted.

4751.3

Managed Cleaning Service

The board gave its approval to award the managed cleaning service contract to ISS at an approximate upper range value, dependent on ongoing review of cleaning requirements, [REDACTED] exclusive of VAT over a full term of five years.

It was noted that the funding for this contract will be the operational budgets of Iarnród Éireann and the CIE Holding Company.

- 4751.4 It was noted that the company was entering into a contract commitment beyond 2019, the year in which the direct award contract with the NTA comes up for renewal.

4751.5 Revenue Equipment Maintenance Services

The board gave its approval to award a contract to Quaestor for the provision of revenue equipment maintenance services.

It was noted that:

- The duration of this contract is three years with an option to extend it for an additional period of up to two years.
- [REDACTED]
- The funding source for this contract is the RU operational budget.

4751.6 Central Traffic Control (CTC) Integrated Communications System (ICS)

The board gave its approval to continue to contract with Frequentis AG, without a call for competition, for the ongoing development and maintenance of their proprietary CTC Integrated Communications System (ICS) at an [REDACTED]

It was noted that:

- The basis for proceeding without a call for competition is in line with EU Procurement Directives given that the services can only be supplied by Frequentis AG due to "the protection of exclusive rights, including intellectual property rights" under Article 50(c)(iii) of Directive 2014/25/EU.
- The contract is subject to funding approval which will be sought from the MAC or the National Train Control Centre (NTCC) Project as appropriate.

4751.7 Intercity Rail Car (ICR) Passenger Seat Leather Upholstery

The board gave its approval to award a contract to Ardee Coach Trim [REDACTED]

It was noted that:

- The re-upholstering will take place over an anticipated four year period aligned with the current mid-life refurbishment project.
- [REDACTED]
- The funding source for this contract is the Chief Mechanical Engineering (CME) Heavy Maintenance Budget.

4751.8 Framework Agreement for Mechanical and Electrical Systems and Services

The board gave its approval for the entry into a four year multi-party framework agreement with the four companies listed below for mechanical and electrical systems and services:

[REDACTED]

It was noted that this framework agreement will operate for a period of four years with an [REDACTED]

4751.9 Selection and Award Criteria

The four memoranda previously circulated were taken as read and noted.

4751.10 Overhaul of Traction Motors

The board gave its approval for the selection and criteria as presented to pre-qualify suitable candidates to participate in a tender process for the provision of traction motor overhaul services across a number of locomotive and EMU fleets.

It was noted that:

- This proposed contract duration will be for an initial period of five years with an option to extend the term by a further two years giving a maximum contract duration of seven years.

- [REDACTED]

- The funding source for this contract will be the CME HM Budget.

- 4751.11 Framework Agreement for the Provision of Building and Structures Maintenance Services
The board gave its approval for the selection and award criteria as presented in order to facilitate the running of a tender process leading to the establishment of a multi-party framework agreement for the provision of building and structures maintenance services.

4751.12

[REDACTED]

- 4751.13 Design, Supply, Testing, Commissioning, Safety Validation and Maintenance of GSMR Cab Radios

The board gave its approval for the selection and award criteria as presented to tender for the design, supply, testing, commissioning, safety validation and maintenance of GSMR cab radios.

It was noted that:

- The single party framework agreement will operate for a period of up to eight years.
- It is also proposed to enter into a long term maintenance agreement which will provide technical support for a period of up to ten years.
- [REDACTED]

- The funding source for this project will be the MAC.

- 4751.14 Procurement Timetable

The Procurement Timetable for 2018 previously circulated was taken as read and noted.

- 4751.15 In response to the Chairman, [REDACTED] confirmed that the timetable now includes the other areas of work assigned to him by the Audit and Risk Committee.

[REDACTED] left the meeting at this time.

- 4752 **ITEMS FOR NOTING**

- 4752.1 Report to the Minister

The Report to the Minister following board meeting on 27th March 2018 previously circulated was taken as read and noted.

- 4752.2 Legislation and Government Publications

The following previously circulated were taken as read and noted:

- (i) SI No. 114 of 2018 – Railway Safety Act 2005 (Section 26) Levy Order 2018.
- (ii) Appointment of a Chairman to the CIE Board.
However, it was noted that [REDACTED] must first appear before the Joint Oireachtas Committee on Transport.

- 4752.3 Advisory Group Minutes

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- (i) Trains Advisory Group meeting 5th February 2018.
- (ii) Safety Advisory Group meeting 6th February 2018.
- (iii) Infrastructure Advisory Group meeting 15th March 2018.
- (iv) Audit and Risk Committee meeting 20th March 2018.

4752.4 Report on the Planning Dispute with Clare County Council

The Report previously circulated was taken as read and noted.

4752.5 Report on the Vaults

The Report previously circulated was taken as read and noted.

4752.6 Rolling Agenda for 2018

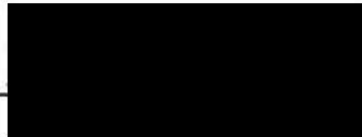
The memoranda previously circulated was taken as read and noted.

4753 DATE AND LOCATION OF NEXT MEETING

Friday 22nd ~~May~~ 2018 at 9.30am in Heuston Station.

June 7th

Chairman



Date

22-6-18

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. sewer pipe at OBH166 at 89 miles 410 yards on the Waterford to Rosslare Europort Railway Line, for a licence period of 250 years, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. polyethylene gas pipe in the roadway beneath UBG101 at 73 miles 1,163 yards on the Mullingar to Athlone Railway Line, for a licence period of 99 years, for a licence fee of [REDACTED] per annum for 20 years and thereafter at [REDACTED] per annum for the remaining 79 years.
3. Licence in duplicate with [REDACTED] and [REDACTED] to enable Iarnród Éireann occupy lands at Pollardstown, Co. Kildare, as a temporary works compound in relation to the Ballast Cleaning Project 2018 and general ongoing maintenance works on the Dublin to Cork Railway Line for a licence period of 2 years at a licence fee of [REDACTED]
4. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. duct at Level Crossing XM190 at 131 miles, 1,137 yards on the Athlone to Westport Railway Line for a licence period of 99 years, for a licence fee of [REDACTED]
5. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] and [REDACTED] for the purchase of approximately 4.5 acres of land (Carr to IÉ/CIÉ) in relation to the closure of Level Crossing XM010 at 79 miles 275 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED]
6. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the purchase of approximately 17.56 acres of land (Geehan to IÉ/CIÉ) in relation to the closure of Level Crossing XC102 at 82 miles 1,700 yards on the Dublin to Cork Railway Line, for a consideration of [REDACTED]
7. Lease in duplicate with [REDACTED] and [REDACTED] for a premises at Heuston Station, Dublin 8, for a rent of [REDACTED] for a term of 20 years or the Gross Turnover, whichever is greater, plus the Turnover Rent.
8. Lease in triplicate with [REDACTED] for properties connected with the Iarnród Éireann-Irish Rail On-Board Catering Contract, which will run for the duration of the Contract (3 year term plus 2 year extension) at a combined rent of [REDACTED]

Company Secretary
Iarnród Éireann
29th May 2018

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] and [REDACTED] in respect of Railway Arch No. 14 and yard at Robert Street, Dublin 3, for a licence period of 3 years, for a licence fee of [REDACTED]
2. Licence in duplicate with Inland Waterways Association of Ireland CLG, for a plot of ground at Royal Canal Way, Cross Guns Bridge, Dublin, for a licence period of 4 years, for a licence fee of [REDACTED]
3. Licence in duplicate with Galway County Council, to enable the deepening of the riverbed beneath Underbridge UBE154 and the protection of the abutments of the bridge at Craughwell at 55 miles 499 yards on the Limerick to Athenry Railway Line, as part of the Dunkellin River Flood Relief Scheme, the licence term being the duration of the works, at a licence fee of [REDACTED]
4. Licence in duplicate with [REDACTED] to access a portion of her land at Bishopsland, Co. Kildare, to be used as a temporary works compound in relation to the renewal of points on the main Dublin to Cork Railway Line, for a licence period of 2 months, for a total licence fee of [REDACTED]
5. Licence in duplicate with [REDACTED] for a mobile kiosk at Athenry Railway Station, Co. Galway, for a licence period of 1 year, for a licence fee of [REDACTED] per annum.
6. Letter of Agreement extending an original Licence, dated 5th April, 2012, with [REDACTED], to permit them to carry out remediation works at the Oil Depots in Athlone and Dundalk. The original Licence and Indemnity was for a three year period within which time these works were to be carried out. The works were not carried out but [REDACTED]s now in a position to commence and in order to facilitate them, it was agreed that the terms of the Licence and Indemnity would be extended by Way of this formal Letter of Agreement.

Company Secretary
Iarnród Éireann
29th May 2018

STRICTLY PRIVATE AND CONFIDENTIAL

IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986

IARNRÓD ÉIREANN - IRISH RAIL

MINUTES OF THE THREE HUNDRED AND TWENTYSIXTH
BOARD MEETING HELD ON FRIDAY 22ND JUNE 2018
AT 9.30 AM IN HEUSTON STATION

PRESENT:

IN ATTENDANCE:

ABSENT:

Apologies were received from [REDACTED]

MIN NO.

4754 CONFLICT OF INTERESTS

4754.1 No conflicts of interests were declared.

4755 MINUTES

4755.1 The Minutes of the meeting held on 29th May 2018 previously circulated were taken as read and noted.

4755.2 Outstanding Action Items
The memorandum previously circulated was taken as read and noted.

4755.3 The following were noted:

Item 498 – The Chairman noted that significant funding will be available as per the recently announced National Development Plan (NDP) programme. Therefore, it is up to Iarnród Éireann to respond to this opportunity in a timely way so as to influence stakeholders and advise them of the company's priorities. The company must organise itself to ensure it has the necessary resources available for this communications exercise and to enable delivery of funded projects. The Chairman asked for this resource issue to be a standing item on the agenda. [REDACTED]

Item 504 - [REDACTED] of the Railway Accident Investigation Unit (RAIU) has accepted an invitation to the next board meeting on 28th August 2018.

Item 505 - [REDACTED] clarified that she was seeking suggestions for additional smarter safety key performance indicators (KPIs).

4756 CHIEF EXECUTIVE'S REPORT

4756.1 The Chief Executive's Report previously circulated was taken as read and noted.

4756.2 [REDACTED] presented his report and highlighted the following:

- New Drugs and Alcohol testing contract.
- Recent incident on a DART during the evening of a concert at Malahide Castle. While the response from Gardai was good, it appears that extra security will be required on trains for future concert events. Consideration is being given to charging the concert promoter with the extra costs that this would incur. Iarnród Éireann's views on security arrangements should also be fed back into the planning system for consideration when concert licences are being processed.
- Between 10 and 15 scholarships with the Institution of Railway Operators will be provided as part of the talent management strategy.
- Employee loss time accidents.
- Close call reporting.
- A response is awaited from the Commissioner for Railway Regulation (CRR) regarding train driver licence applications which have been submitted.
- The majority of Drug and Alcohol test failures relate to employees of contractors. These are identified during Personal Track Safety (PTS) training sessions. It is very rare for internal staff members to fail such tests. Despite societal trends it is still the responsibility of management and directors to ensure all measures are taken to ensure the safe operation of the railway and the safety of passengers and staff.
- The over speeding KPI is to be analysed in more detail and the consequential risks highlighted for the next Board Safety Committee and Iarnród Éireann board meetings.

4756.3 Finance

[REDACTED] presented the Finance Report for Period 5 2018 and referred to the following matters:

- The company [REDACTED] in line with forecast. [REDACTED]
- [REDACTED] in Dublin, and [REDACTED]
- [REDACTED]
- [REDACTED]
- [REDACTED]
- The National Transport Authority (NTA) capital audit and the public service obligation (PSO) audits have been completed. There was a good outcome from both and recommendations related to minor housekeeping matters.
- [REDACTED]
- [REDACTED]

Total fares forgone from capping and transfer rebate remains high with a greater number of customers hitting the capping limit. The cap is fixed and hasn't changed in some time to take account of the increasing cost of the single fare. In addition there is the added issue of capacity constraints at peak travel times. It was agreed to convey to the NTA the need to review the cap and to balance capacity with free travel at peak times. Mr. Culligan

4756.4 Train Operations

[REDACTED] outlined the key areas of focus for the Railway Undertaking (RU) as follows:

- The operational response to the relay room fire in Bray went well.
- Driver training and mentoring is going well. These drivers will be in place to resource the timetable improvements later in the year.
- Plans are being made for the Papal visit in August. The main focus for Iarnród Éireann will be the Papal Mass to be held in Phoenix Park on 26th August 2018.
- A pilot programme capturing ten stations will undergo customer experience tours by Station Managers and District Managers. Following each tour an action plan will be developed to

- address any issues found. The aim is to enhance the overall customer experience at stations. Good quality Wi-Fi is an essential part of the public service offering. However, Wi-Fi quality on trains is poor and, therefore, customer expectations are not being met. The current Wi-Fi equipment on board trains is nearing its end of life. More up to date equipment is required.

The Garda and CCTV footage of anti-social incidents helpful to their investigations.

4756.5

Commercial Department

- [REDACTED] outlined the key areas of focus for the Commercial Department as follows:

- Customer First Programme

The live S3 ticketing system is experiencing outages. While the impact is low, the level of outages is unacceptable. This needs to be addressed so that a stable environment can be secured. In addition, during formal system testing, a number of functional defects have been identified that need to be resolved. Therefore, user acceptance testing has been deferred until the end of July. Roll out of booking office machines and portable devices have also been delayed to ensure quality of service to the customer.

- Alignment with Transport for Ireland (TFI) brand guidelines will not be as complicated for Iarnród Éireann as it will be for the bus companies. The NTA has accepted that any branding will involve a co-branding approach where both brands co-exist.

4756.6

4756.7

Infrastructure Manager (IM)

- [REDACTED] outlined the key areas of focus for the IM as follows:

- Infrastructure Manager multi-annual contract (IMMAC)

It was noted that all the relevant amendments to the 2018 contract have been formally approved by the Department of Transport, Tourism and Sport (DTTAS). The board gave its approval for the signing and sealing of this contract.

- Good progress has been made with the development of the 2019-2023 IMMAC. It appears that funding may increase.
- The strategy to be adopted with respect to Kishogue Station (which was constructed as part of the Kildare Route Project (KRP)) was discussed including the KRP Railway Order, the service of a Notice to Treat and the need for an access road and car park so as to protect and future proof Iarnród Éireann's interests.
- [REDACTED] returns in August 2018 for a site visit and to examine progress with respect to code loop issues. He will verbally update the Infrastructure Advisory Group (IAG) on his findings at its August meeting and will then finalise his report.
- Iarnród Éireann has agreed with the NTA that the current route in respect of the DART Underground Project no longer needs to be protected. The Chairman stated that this was a good pragmatic decision as future plans for DART Underground will need to take account of developments since the original route was selected.

4757

SAFETY

[REDACTED] Head of Health & Safety IM, [REDACTED] Strategic Safety Advisor and [REDACTED] Head of Health & Safety RU, joined the meeting at this time.

4757.1

The memorandum previously circulated was taken as read and noted.

- 4757.2 [REDACTED] gave an update on the central initiatives that had been taken to date in 2018. She referred to the following:
- A "kaizen" workshop on close call reporting.
 - Safety culture survey.
 - Irish Ports Safety Forum.
 - Delivery of the first two programmes of behavioural based safety (as part of the Leadership Development Programme).
- 4757.3 [REDACTED] advised that the 2018 RU Safety Plan is on target and outlined the actions completed in Quarter 1 2018.
- 4757.4 [REDACTED] gave an update on the IM Safety Plan and outlined the key initiatives undertaken year to date.
- 4757.5 In response to the Chairman, [REDACTED] and [REDACTED] all confirmed that the relationship with the CRR is working well.
- 4757.6 [REDACTED] supplemented the updates provided above by referring to the following:
- New resources for Health and Wellbeing initiatives.
 - Work carried out by [REDACTED] in the area of safety at Rosslare.
 - Review of recommendations by [REDACTED] arising out of the safety governance review to identify those which should be implemented. This review has enabled the Board Safety Committee to be more effective in its role and of more value in reporting back to the Iarnród Éireann board.
- 4757.7 The Chairman again reiterated that despite societal trends in the area of drug and alcohol use, the board and management are still responsible for the provision of a safe railway for customers and employees.
- 4757.8 In response to [REDACTED] it was confirmed that Buildings and Facilities staff liaise on safety matters with the occupants of privately owned residences at rural stations.
- [REDACTED] left the meeting at this time.

4758 ADMINISTRATIVE ITEMS

4758.1 Transactions for Approval, Sealing and Signing

The transaction (8) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (3) for approval and signing at the meeting were approved and signed.

Appendix II

4758.2 Updates to Corporate Governance Documents

The two memoranda previously circulated were taken as read and noted.

4758.3 The board gave its approval for the revised Schedule of Matters Reserved for Iarnród Éireann Board Decision (except for the amendment proposed in respect of the annual Safety Plan) and the update of the Directors' and Corporate Governance Manual accordingly.

4758.4 The board noted the change to the Schedule of Matters Reserved for CIE Board Decision and the update of the Directors' and Corporate Governance Manual accordingly.

4758.5 Appointment of Auditors

The memorandum previously circulated was taken as read and noted.

4758.6 It was proposed by [REDACTED] and resolved:

"(a) That subject to the consent of the Minister for Transport, Tourism and Sport, Deloitte Ireland LLP, Chartered Accountants and Registered Auditors, be and are hereby appointed Auditors for the year ended 31st December 2018 and

(b) [REDACTED]

4759

STRATEGY

Manager Operations & New Works, joined the meeting at this time.

4759.1



4759.2

Matters discussed included the following:

- The track work is managed by the Chief Civil Engineering (CCE) Department.
- The signalling work is managed by the Signalling, Electrical and Telecoms (SET) Department using contract staff under the control of the SET Department.

- [Redacted]

- [Redacted] will result in the delivery of better

- [Redacted]

- There will be a number of other big projects in the coming years where similar skill sets and resources will be required. This will have to be managed carefully. Mobilisation needs to commence as soon as possible.

- [Redacted]

- [Redacted]

- [Redacted]

4759.3

Kishogue Station

At the request of the board, [Redacted] outlined the strategy being adopted for Kishogue Station. He noted that the Railway Order is due to expire next year. The developer is not willing to talk to Iarnród Éireann about an access road and car park. [Redacted]

[Redacted]

4759.4

Matters discussed included the following:

- [Redacted]

- [Redacted]

- [Redacted]

- [Redacted]

- [Redacted]

- [Redacted]

- [Redacted]

- There is no transport/business case for a station at Kishogue unless there is development around it.

- Whether Iarnród Éireann proceeds with its strategy depends on whether or not [REDACTED] Clarification is required on this. [REDACTED]
- Commitments to South Dublin County Council need to be clarified. However, it was noted that building the car park does not commit Iarnród Éireann to opening the station. [REDACTED]

4759.5 The Chairman concluded the discussion by stating that the manner in which Iarnród Éireann manages issues like this should be driven by the company's transport and commercial interests and not by property and legal disputes.

[REDACTED] left the meeting at this time.

4760 ADVISORY/POLICY PAPERS

[REDACTED] Chief Mechanical Engineer, joined the meeting at this time.

4760.1 Diesel Fuel Additive

The memorandum previously circulated was taken as read and noted.

4760.2 The Chairman stated that the initiative outlined in the memorandum was an excellent idea. [REDACTED] queried why other railway companies had not adopted this idea and asked [REDACTED] to find out why. [REDACTED] agreed to do so but added that the trial carried out by Iarnród Éireann proved that the product worked well. [REDACTED]

4760.3 Electric -v- Bi-Mode Trains

The memorandum previously circulated was taken as read and noted.

4760.4 There followed a lengthy discussion on the comparison between electric and bi-mode trains from the perspective of new rolling stock for the DART Expansion Programme. Matters referred to included the following:

- Whether the Maynooth Electrification Project will be sufficiently advanced to warrant the ordering of fully electric trains now or whether there will be a requirement for bi-mode trains for a period of time.
- Many parts of the network e.g. in rural areas, will never be electrified. Therefore, will some bi-mode trains always be required?
- Difference in the costs between electric trains and bi-mode trains.
- Discussions with the NTA regarding the potential savings if the Maynooth Line is electrified sufficiently quickly.
- Can capacity on the Maynooth Line be increased during the project i.e. before completion of the project?
- Can bi-mode trains be used during the Maynooth Electrification Project?
- Should all future Intercity railcar (ICR) replacements be in the form of bi-mode trains?
- For the greater Dublin area should the company consider holding back capacity expansion until the Maynooth Electrification Project is completed?
- If a bi-mode only tender is the option pursued, is the company closing down other product options for the future?
- Various product options (including tri-mode trains) that are becoming available due to creeping electrification.
- Whether the option of tendering in lots (as part of the one tender) could be considered with each lot seeking a different product e.g. EMU only, EMU and bi-mode, bi-mode only etc.
- Iarnród Éireann's bargaining strength is weak because it is a small company.
- Risk of delay arising on the Maynooth Electrification Project.
- Whether going for electric trains would drive the pace of the Maynooth Electrification Project.
- Whether a new fleet of electric trains would be lying idle if the Maynooth Electrification Project is not completed early enough.
- Risks of planning delays, CRR approval delays and a delay in the construction of a depot west of Dublin.
- Early engagement with the CRR is required.

4760.5 The board acknowledged that a totally integrated plan was required for the Maynooth Electrification Project and the fleet strategy. All the choices open to the company need to be analysed. The analysis should cover such matters as how long they will take, risks, benefits and critical contingencies. It was agreed that a more comprehensive detailed plan incorporating all complexities needs to be prepared and brought back to the board. [REDACTED]

[REDACTED] left the meeting at this time.

- 4760.6 **Five Year Plan 2019-2023**
The draft Revised Five Year Plan 2019-2023 previously circulated was taken as read and noted.
- 4760.7 In response to the board, [REDACTED] confirmed that there were no material differences contained in the plan compared with that presented at the last board meeting on 29th May 2018. Since then it had been presented to the DTTAS and the NTA.
- 4760.8 The board gave its approval for the Five Year Plan 2019-2023 as presented.
- 4761 **CAPITAL EXPENDITURE**
- 4761.1 **Capital Expenditure Proposals**
The three memoranda previously circulated were taken as read and noted.
- 4761.2 **Pearse Station Roof Renewal – Construction Stage**
The board gave its approval for expenditure of a further [REDACTED] to complete tender action and to progress the construction stage of the Pearse Station Roof Renewal Project, thus increasing the approved budget for the project to [REDACTED].
[REDACTED].
It was noted that the project is subject to funding by the NTA [REDACTED] and the IMMAC [REDACTED].
- 4761.3 **Train Protection System (TPS) – Development and Roll Out Phases 2018**
The board gave its approval for the 2018 funding allocation for the TPS of [REDACTED] thus bringing the total approvals to date to [REDACTED].
It was noted that:
- The total budget for the project is currently estimated at [REDACTED].
- Funding is provided for this proposal under the MAC.
- 4761.4 [REDACTED] asked why this project should be a 15 year project given that if it were implemented sooner it would resolve some of the risks contained in the risk register. Mr. Meade stated that this matter had been discussed with the NTA. [REDACTED] confirmed that the project plan is for a 6/7 year roll out period. However, funding availability is the issue.
- 4761.5 It was agreed that a detailed paper should be presented to the board on the TPS project.
[REDACTED]
- 4761.6 **Rosslare Europort Customer Information System Renewal (Phase 1)**
The board gave its approval for expenditure of €200,000 for Phase 1 of the renewal of the Customer Information System at Rosslare Europort.
It was noted that this project will be funded from own resources.
- 4761.7 **Operational Expenditure**
The memorandum previously circulated was taken as read and noted.
- 4761.8 **Payroll Implementation Project**
The board gave its approval for the implementation of a managed service payroll to replace the current Legacy system running on the end of life Integrity platform.
It was noted that the overall operational expenditure cost over an eight year period will be €5,664,417 (including non-recoverable VAT where appropriate).
- 4761.9 In response to the Chairman, [REDACTED] confirmed that there is an IT team in the Human Resources Department and there will be someone to manage the implementation of the project.
- 4762 **PROCUREMENT**
The Chief Procurement Officer, [REDACTED] joined the meeting at this time.
- 4762.1 **Procurement Report**
The Procurement Report for Period 5 2018 previously circulated was taken as read and noted.

- 4762.2 Framework Agreement for Mechanical and Electrical Systems and Services
The board gave its approval for the inclusion of KNN in the four year multi-party Framework Agreement approved at the last board meeting on 29th May 2018.
- 4762.3 Contracts
The four memoranda previously circulated were taken as read and noted.
- 4762.4 Pearse Station Roof Works
The board gave its approval for the award of a contract to Sisk to design and construct the renovations required to the Pearse Station roof at an [REDACTED]
[REDACTED]
- It was noted that:
- [REDACTED]
- The funding source for this contract is subject to approval by the NTA.
- 4762.5 Managed Payroll Service
The board gave its approval for the award of a contract to NGA for the provision of a managed payroll service at a [REDACTED] based on a maximum duration of eight years.
- It was noted that:
- [REDACTED]
- The funding source for this contract is own resources.
- 4762.6 Framework Agreement for Plant Hire Services
The board gave its approval for the entry into a four year multi-party framework agreement for plant hire services with the companies outlined below:
- Ballinaboley Plant Hire Ltd.
- Breffni Group
- Carra Plant Hire Ltd.
- Doyle Agri Services Ltd.
- Dixon Bros.
- John Dixon Ltd.
- Jim Moloney
- McCormack Bros.
- Michael Lynch Excavations Ltd.
- ML Lynch Civil Engineering Ltd.
- Oliver Dixon Hedgecutting and Plant Hire Ltd.
- Sanline Systems Ltd.
- Stephen Byrne Plant Hire
- Seamus Duffy Plant Hire Ltd.
- Thomas Lynes Plant Hire Ltd.
- It was noted that the estimated spend under this framework agreement over the four year period is [REDACTED]
- 4762.7 It was noted that the management of plant hire activities and labour hire activities has improved dramatically in recent years.
- 4762.8 Delivery of Ballast
The board gave its approval for the award of a one year call-off contract, covering Year 2 of the framework agreement to Roadstone for the delivery of washed ballast to specified locations.
- It was noted that:
- [REDACTED]
- [REDACTED]
- 4762.9 Selection and Award Criteria
The four memoranda previously circulated were taken as read and noted.
- 4762.10 Supply of Diesel Fuel
The board gave its approval for the selection and award criteria as presented to facilitate the tender process leading to the contract award for the supply of EN590 Ultra Low Sulphur Diesel to the CIE Group of companies over a five year period 2019-2024.
[REDACTED]

- [REDACTED]

4762.11

Labour Services Framework Agreement

The board gave its approval for the selection and award criteria as presented to facilitate the commencement of the procurement process for the establishment of a four year framework agreement for labour services.

[REDACTED]

4762.12

The board asked [REDACTED] to ensure that the following requirements for contractors are highlighted explicitly in any documentation:

- Competency management experience.
- Drugs and Alcohol policy implementation.

It was suggested that penalties should be imposed if it transpires that contractors do not have sufficient Drugs and Alcohol controls over their employees. [REDACTED]

4762.13

Road Fleet Hire Framework Agreement

The board gave its approval for the selection and award criteria as presented to commence the procurement process leading to the establishment of a multi-party road fleet hire framework agreement 2019-2021.

[REDACTED]

4762.14

Bus Hire Services Framework Agreement

The board gave its approval for the selection and award criteria as presented to commence the procurement process leading to the establishment of a multi-party bus hire services framework agreement for a period of up to four years.

■ It was noted that the estimated [REDACTED]

4762.15

Procurement Timetable

The Procurement Timetable for 2018 previously circulated was taken as read and noted.

[REDACTED] left the meeting at this time.

4763

ITEMS FOR NOTING

4763.1

Report to the Minister

The Report to the Minister following the board meeting on 29th May 2018 previously circulated was taken as read and noted.

4763.2

Rolling Agenda for 2018

The Rolling Agenda for 2018 previously circulated was taken as read and noted.

4764

DATE AND LOCATION OF NEXT MEETING

Tuesday 28th August 2018 at 9.30am in Heuston Station

Chairman [REDACTED]

Date

28 August 2018

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of fibre optic telecoms cables at the following two locations, at Mallow, Co. Cork, on the Dublin to Cork Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum per location.
 - Underbridge UBC339, Annabella, Mallow, 144 miles 1,011 yards
 - Underbridge UBC341, Ballydahin, Mallow, 144 miles 1,746 yards
2. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of one cluster cable to existing ESB poles supporting overhead cables on the Mullingar to Galway Railway Line, Athlone, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
 - Overhead Crossing at Bellaugh, Co. Roscommon at 78 miles 1,167 yards.
3. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of fibre optic telecom cables at the following four locations on the Mallow to Tralee Railway for a licence period of 40 years, for a licence fee of [REDACTED] per annum, per location.
 - Overhead Cable at Coolcorcoran, Killarney at 41 miles 440 yards
 - Overhead Cable at Coolgarriv, Killarney at 41 miles 495 yards
 - Overhead Cable at Coolgarriv, Killarney at 41 miles 704 yards
 - Overhead Cable at Overbridge OBT87 at 39 miles 760 yards
4. Licence in duplicate with [REDACTED], for the installation, testing, maintenance and use of a duct containing a telecoms cable at Knockanrahan Lower, Arklow at 49 miles 124 yards on the Dublin to Wexford Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
5. Licence in duplicate with [REDACTED], for the installation, testing, maintenance and use of a duct containing fibre optic telecom cables in the roadway below Underbridge UBR167 at 29 miles 1,210 yards on the Dublin to Wexford Railway Line, in the Townland of Ballybeg, Rathnew, Co. Wicklow, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
6. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of a duct containing fibre optic telecom cables in the roadway below Underbridge UBR165 at 29 miles 736 yards on the Dublin to Wexford Railway Line, in the Townland of Merrymeeting, Rathnew, Co. Wicklow, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
7. Lease in duplicate and Agreement for Lease in duplicate with [REDACTED] for a unit, No. 5, at Connolly Station, for a term of 10 years, for a rent of [REDACTED]
[REDACTED]

Company Secretary
Iainróid Éireann
22nd June 2018

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with Kildare County Council to allow Iarnród Éireann access land, adjacent to the railway line at Woodside Park, Maryville Estate, Kildare, to be used as a temporary works compound in relation to the renewal of points on the Dublin to Cork Railway Line, [REDACTED]
[REDACTED]
2. Supplemental Licence with [REDACTED] in relation to original Licence dated 5th July, 2017, which granted them permission to locate telecoms equipment at Portarlinton Railway Station, the licence fee shall be increased by [REDACTED] per annum to a total licence fee of [REDACTED]
3. Licence in duplicate with [REDACTED] to use a portion of his lands as a fenced compound and a temporary access road to facilitate works required to blast paint and repair Bridge UBB104 at Ravel, Dunleer, Co. Louth, for a licence period from 11th June, 2018 to 31st December, 2018, for licence [REDACTED].

Company Secretary
Iarnród Éireann
22nd June 2018

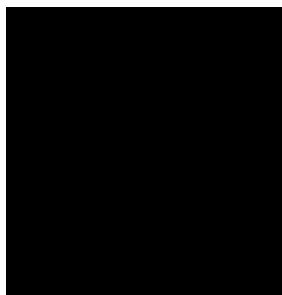
STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

IARNRÓD ÉIREANN - IRISH RAIL

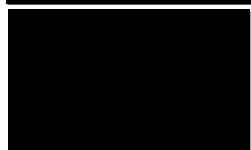
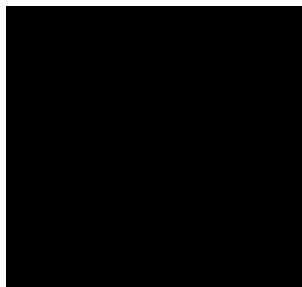
**MINUTES OF THE THREE HUNDRED AND TWENTYSEVENTH
BOARD MEETING HELD ON TUESDAY 28TH AUGUST 2018
AT 9.30 AM IN HEUSTON STATION**

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



Head of Head & Safety, Infrastructure Manager (part)
Chief Financial Officer
Commercial Director
Director, Infrastructure Manager
Strategic Safety Advisor (part)
Company Secretary
Acting Chief Operating Officer, CIE
Chief Executive
Manager, Operations & New Works (part)
Chief Investigator, Rail Accident Investigation Unit (part)
Acting Director Railway Undertaking
Chief Procurement Officer (part)
Chairman, Infrastructure Advisory Group
Head of Health & Safety, Railway Undertaking (part)

MIN NO.

4765 INTRODUCTION

- 4765.1** The Chairman welcomed all Directors back after the summer break. In particular he welcomed the newly appointed Directors, [REDACTED] to their first board meeting. Ms. Byrne has been appointed to the board with effect from 3rd August 2018 to 2nd August 2021. Ms. Guinan has been appointed to the board with effect from 25th July 2018 to 20th November 2020. The Chairman noted the equal female/male representation on the board for the first time.
- 4765.2** At the invitation of the Chairman, both [REDACTED] introduced themselves and gave details of their background. The Chairman noted their arrival at the board by different routes. However, he stated that they had no particular responsibility to represent any constituency more than anybody else on the board.
- 4765.3** The Chairman congratulated [REDACTED] who had been reappointed to the board until 5th November 2021 and [REDACTED] who had been reappointed until 28th October 2021. He stated that this continuity will add to the stability of the board which now has a good breadth of skills. There remains only one vacancy on the board now.
- 4765.4** The Chairman welcomed [REDACTED] from the Railway Undertaking (RU), who would be in attendance for a number of board meetings.

4766 CONFLICT OF INTERESTS

4766.1 No conflicts of interests were declared.

4767 CHAIRMAN'S COMMENTS

4767.1 The Chairman advised of the following:

- [REDACTED] Chief Investigator of the Rail Accident Investigation Unit (RAIU), would be attending the meeting. This will give the board the opportunity to discuss with him issues raised in his investigations.
- The Chairman had met the Minister recently and had
 - Thanked him for the appointments and reappointments which he had made to the board and noted the broad range of skills among Directors.
 - Emphasised to the Minister the need to address capacity constraints as a priority and that this would lead to a further increase in passenger numbers.
 - Advised the Minister that we awaited further details on the Minister's proposals for an employee stock option scheme. The Minister advised that New Era have been asked to research the matter.
- [REDACTED]

4768 MINUTES

4768.1 The Minutes of the meeting held on 26th June 2018 previously circulated were taken as read and noted subject to the following amendment:

Amend:

"Transactions for Approval and Signing Appendix I"

to:

"Transactions for Approval and Sealing Appendix I".

4768.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4768.3 The following were noted:

Item 503 – [REDACTED] advised that she is trying to set up a date for her and [REDACTED] to meet with the Commissioner for Railway Regulation (CRR).

Item 505 – [REDACTED] stated that she would like any suggestions for additional smarter safety key performance indicators (KPIs) from the Chairmen of the Advisory Groups by the beginning of October.

Item 507 – The Chairman stated that communications are also required so that Iarnród Éireann can identify and highlight its priorities for NDP funding.

Item 510 – It is planned to present the outcome of a study on Rosslare Europort to the board in October.

4769 CHIEF EXECUTIVE'S REPORT

4769.1 The Chief Executive's Report previously circulated was taken as read and noted.

4769.2 [REDACTED] presented his report and highlighted the following:

- Another self-harm incident occurred during Period 8 2018.
- An additional wrong side failure (train door) occurred which has not yet been reported to the Board Safety Committee. This incident is under investigation.
- Bridge strikes continue. While there is no particular pattern to these, the increase in road traffic volumes is a contributory factor. The most frequently struck bridges have been targeted for improvement with the installation of bridge bash beams and cameras. In addition, technical

initiatives are being examined with Enterprise Ireland. Those responsible for striking a bridge are pursued so that costs (including the cost of delayed minutes) can be recovered.

- Service delivery during the summer heatwave was good due to the implementation of weather protocols and recent infrastructure improvements. The decision to issue free bottled water was well received by customers.
- Public transport arrangements went well during the Papal visit. This was due to good advance planning.
- Travel arrangements for the All Ireland Football Final this coming weekend will be dealt with as a matter of routine.
- The new DART timetable is to be introduced on 9th September 2018.

4769.3 Finance

presented the Finance Report for Period 8 2018 and referred to the following matters:

- The company generated a surplus of for Period 8 2018 compared to a forecasted surplus of . The year to date surplus is compared to a forecasted surplus of .
- The positive variance of in Period 8 2018 is comprised of favourable passenger revenue of and lower infrastructure expenditure of .
- Cash generated to the end of Period 8 2018 was which was better than forecast. The favourable cash variance is comprised of the year to date positive Profit and Loss Account variance of lower working capital requirements of and lower net capital expenditure of . Much of this is due to timing and will reverse.

Chairman and Mr. Meade

4769.4

4769.5 Train Operations

outlined the key areas of focus for the Railway Undertaking (RU) as follows:

- Talks in the Workplace Relations Committee (WRC) on driver resource issues continue.
- The cattle strike near Tullamore on 28th June 2018 resulted in significant delays to passengers and serious damage to the undercarriage of an Intercity Railcar (ICR). The incident was handled well and is being investigated by the RAIU.
- Internal and RAIU investigations are being carried out into an uncontrolled train movement in Portlaoise Depot on 17th July 2018. It was noted that several train movement incidents had occurred at Portlaoise Depot and consideration is being given as to whether there is a competency issue at that location. It was suggested that an examination of staff competencies across all depots should be carried out.
- Investigations are also being carried out into a collision which occurred at Level Crossing XM220 near Claremorris on 17th August 2018.

4769.6

In response to confirmed that performance on a number of routes, particularly the Cork route, had dipped recently. Given that the infrastructure on that route is good, and no pattern is emerging, it has been decided to examine sections of routes where delays may be happening. The Chairman noted that while we are meeting public service obligation (PSO) targets at present, the National Transport Authority (NTA) is likely to tighten these. Therefore, it will be important to address the aforementioned performance issue. However, the problem should not be resolved by changing journey times.

4769.7 Commercial Department

gave an update on the following matters:

- Phase 2B of the Customer First Programme.
- Autumn marketing campaigns.
- Initial results from the customer satisfaction monitoring carried out in the spring of 2018.
- Iarnród Éireann's "Baby on Board" badges initiative has now been launched by the NTA at national level under the Transport for Ireland (TFI) brand for all public transport modes.
- The summer "Rediscover the Joy of the Train" marketing campaign is being reviewed at present.

4769.8 Infrastructure Manager (IM)

_____ outlined the key areas of focus for the IM as follows:

- It is intended that the final 2019-2023 Infrastructure Manager Multi Annual Contact (IMMAC) will be ready for signing in Quarter 4 2018 following receipt of comments from stakeholders.
- Following a detailed review, action plans are being finalised to provide a sustainable long term solution to the issues raised during the recent payroll audit.
- Progress is being made in the development of a structure to manage the governance and delivery of the _____ capital investment programme recently announced in the 2018-2027 NDP.
- The Department of Transport, Tourism and Sport (DTTAS) has formally requested Iarnród Éireann to arrange the preparation of a financial and economic appraisal on proposals for extending the Western Rail Corridor from Athenry to Claremorris.
- Iarnród Éireann has been notified that funding for the Accessibility Programme has been increased. This will allow work to commence on projects in this area.
- _____

4769.9 In response to _____ stated that when there is a risk of underfunding, Iarnród Éireann ensures that it operates in a safe manner and any cutbacks in expenditure are made in areas where there is no risk to passengers and safety. _____ added that there is a good safety monitoring regime in place to ensure this. However, in time, performance may be affected.

4769.10 _____ stated that as the introduction of a full Train Protection System (TPS) would resolve a number of safety risks contained in the Risk Register, it was not acceptable to wait a long time for funding. She felt that the matter should be highlighted better (with details of what it would cost to get a quicker delivery date) and that we should proactively seek this funding. _____ responded that good work has been done to highlight the issue with the DTTAS and to explain the risk to them. He confirmed that they were aware that the lack of full TPS is a critical risk. _____ warned that the ability to release fleet to fit TPS would have to be addressed due to requirement to service the growth in demand. _____ stated that she was still uncomfortable with the position that the project can't be done because there is insufficient funding and that funding cannot be diverted from elsewhere because it would erode safety elsewhere. The Chairman stated that it was important for the board to ensure that enough has been done to highlight the issue and to clarify what will be the consequences if funding is not made available. He noted that the company cannot always react to the latest crisis. It must identify its highest priority items. _____ added that it was also important to ensure that the base system is maintained. _____ cautioned that TPS is no longer viewed internationally as the latest technology.

4769.11 The Chairman referred to the recent collapse of a bridge in Genoa in Northern Italy. He asked if Iarnród Éireann is paying attention to risks associated with the railway infrastructure around the country. _____ stated that the collapse of the viaduct in Malahide in 2009 was a wakeup call. A significant amount of work to identify infrastructure risk was carried out at that time. Mr. Sowden stated that inspection levels are monitored by the Infrastructure Advisory Group (IAG) and warned against the danger of standards and expectations being lowered on lightly used lines. Mr. Cunningham confirmed that inspections had increased and noted that a number of collapsed culverts had been identified. It was agreed that a report on the matter would be brought back to the board.

4770 STRATEGY

4770.1 Visit by the Chief Investigator of the Railway Accident Investigation Unit (RAIU)

The Chief Investigator of the RAIU, _____ joined the meeting at this time. He was accompanied by _____ Head of Health & Safety, IM _____ Strategic Safety Advisor and _____ Head of Health & Safety, RU.

4770.2 _____ gave a presentation which covered the following matters:

- Overview of enabling European and national legislation.

- Purpose of the EU Railway Safety Directive to improve safety and access to the market.
- Responsibilities of the different actors in each Member State.
- The role of Ireland's National Safety Authority i.e. the CRR (regulation, supervision and compliance).
- The role of Ireland's National Investigation Body i.e. the RAIU (investigation of accidents and incidents to determine cause).
- Independence of the RAIU.
- The RAIU's location, staff and panel of experts.
- The RAIU has a Memorandum of Understanding with the UK National Investigation Body (which is responsible for Northern Ireland), the Gardai, the Health and Safety Authority etc.
- Bodies subject to investigation.
- Examples of major investigations in the past.
- Current investigations.

4770.3 In response to queries from Directors, [REDACTED] advised that:

- The RAIU receives good cooperation from Iarnród Éireann.
- There are cases where the cause of an accident cannot be determined, particularly if there are fatalities. However, CCTV evidence is helpful.
- It is difficult to compare Iarnród Éireann with other railways due to the size of the network. However, its statistics indicate that it is a safe railway. However, one big incident could skew the statistics.
- The level of passenger communications during an incident is considered by the RAIU in its investigations. This issue was not of major concern to the RAIU during the recent Dun Laoghaire detainment incident. Otherwise it would have been referred to in the investigation report.

4770.4 [REDACTED] confirmed the free flow of information between the RAIU and Iarnród Éireann. She noted that the outcomes of RAIU and Iarnród Éireann investigations are never too far apart.

4770.5 In response to [REDACTED], [REDACTED] stated that no trends were developing that he needed to report to the board. However, matters that could be considered by the board are communications, competency and how third party contractors are managed.

[REDACTED] left the meeting at this time.

4771 ADVISORY / POLICY PAPERS

4771.1 Board Safety Committee (BSC)

The Report from the Chairman of the BSC previously circulated was taken as read and noted.

4772 ADMINISTRATIVE ITEMS

4772.1 Corporate Governance Manual Updates

The memorandum previously circulated was taken as read and noted.

4772.2 The board:

- Gave its approval for the revised Schedule of Matters Reserved for Iarnród Éireann Board Decision and
- Noted the revised Charter and Terms of Reference of the CIE Board Audit and Risk Committee and
- Gave its approval for the update of the Directors' Manual accordingly.

4772.3 [REDACTED] was asked to:

- Bring the Annual Safety Report to the next board meeting and
- Prepare an annual schedule for presentation of safety documents to the board. It was suggested that the Annual Safety Report should be brought to the board before the Safety Plan.

4772.4 In response to [REDACTED], [REDACTED] confirmed that the relationship with the CRR is going well now.

[REDACTED] and [REDACTED] left the meeting at this time.

4773 STRATEGY (Contd.)

4773.1 Review of DART Accessibility Pilot

The memorandum previously circulated was taken as read and noted.

4773.2 [REDACTED] outlined the following:

- Background to the pilot project.
- Key observations and findings from research.
- The emergence of two dominant themes i.e. Iarnród Éireann had a duty to improve and poor communication of key information causes anxiety.
- Review of the pilot project in July 2018.
- Next steps.

4773.3 Matters discussed included the following:

- A Transport for London (TfL) App is being reviewed by Iarnród Éireann.
- The four hour notice period does not work against the objectives of the Customer First Project. The ability to reduce Booking Office staff numbers due to technology, allows extra staff to be available to assist people on the concourse.
- Importance of considering passengers with non-physical disabilities e.g. those with autism.
- More research is to be carried out which will be guided and informed not just by User Groups but also by day to day customers.
- The cost of remodelling platforms should not be under-estimated.
- It should be ascertained whether the requirement for a technical solution could be included in the procurement specification for new fleet so that better standards could be achieved with respect to floor heights, the gap between a train carriage and the door, etc.

4773.4 Implementation Strategy for the Capital Investment Programme

[REDACTED] Manager Operations & New Works, joined the meeting at this time.

4773.5 [REDACTED] circulated a presentation on the Capital Investment Programme Implementation Plan.

4773.6 Matters discussed included the following:

- The need for the board to identify to management what the capital investment priorities are.
- Focus in the Ten Year Plan on the Kildare and Maynooth Lines.
- Proposed level of trains per hour per direction (tphpd) on the Northern Line.
- Capacity planning for north of Dublin where commuter growth is predicted.
- The need to deal with congestion on existing services first before focusing on the DART Underground Project.
- Consideration on whether capital investment in TPS should be given greater priority along with disability access.
- What would Iarnród Éireann's priorities be if a recession was to occur following Brexit?
- There will be a capacity gap up to 2022 / 2023.
- The NTA's transport modelling took MetroLink, future Luas lines and Bus Connect into account.
- The NTA's view is that MetroLink will address capacity issues in Fingal and North Dublin. Four tracking to Kildare should form part of an integrated public transport plan.
- Further passenger demand analysis is required.
- Even though others will determine our funding resources, the board should give more specific direction on our short term, medium term and long term priorities in terms of resource allocation.
- The NTA's remit does not extend to intercity services. Their priority is commuter services. However, Iarnród Éireann has a broader remit which includes intercity services and keeping lightly used lines safe.
- The introduction of eight car EMUs by 2022/2023 (subject to the procurement process) will bring more capacity into the existing system.
- Some projects are likely to require Railway Orders.

4773.7 It was agreed that the Chairman, [REDACTED] and [REDACTED] would examine the issue of prioritisation (to include maintenance requirements and the requirements of lightly used lines). A progress report will be brought to the next meeting.

Chairman, [REDACTED]

4774 ADVISORY/POLICY PAPERS (Contd.)

4774.1 Waterford Quays

The draft Heads of Agreement previously circulated was taken as read and noted.

4774.2 It was noted that this draft agreement was between Waterford City and County Council, CIE and Iarnród Éireann for the relocation of Plunkett Station to a new location on the North Quays. [REDACTED] outlined the various issues at Waterford Station and explained why this would be a good proposal.

4774.3 Matters discussed included the following:

- Project overrun risks.
- Risks associated with default by developers.
- Funding risks.
- The requirement for clarity between Iarnród Éireann's and CIE's responsibilities.
- The need to manage Iarnród Éireann's own expectations.
- Good business opportunity.
- Expectation for an increase in service levels.

4774.4 The board expressed its support for this project.

[REDACTED] left the meeting at this time.

4774.5 Trains Advisory Group (TAG)

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4774.6 The Chairman of the TAG, [REDACTED] advised that fleet strategy was the main item discussed at its last meeting. Matters that need to be considered include the following:

- What will the decision criteria be and at what stage does the company say it should avoid bi-mode vehicles?
- How much under-carriage capacity (for diesel) would be acceptable on bi-mode vehicles given the possible restrictions on floor heights?
- High risk that the necessary infrastructure on the Maynooth Line will not be delivered by 2023 in time for electric vehicles.
- While there are risks of delivery of the fleet by 2023, there are other critical risks to consider such as obtaining timely Railway Works Orders.

4774.7 The Chairman stated that the sooner Iarnród Éireann goes to the market for new capacity the better as the funding is available now.

4774.8 Infrastructure Advisory Group (IAG)

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4774.9 The Chairman of the IAG, [REDACTED] advised of the following key areas of focus at its last meeting:

- The IAG is fully supportive of the proposals to address the requirements of the NDP and of the separate structure to be established for the management of this programme together with that for the multi-annual contract (MAC).
- Development of the next IMMAC 2019 – 2023 work programme which is likely to result in the civil engineering spend being curtailed in order to allow a catch up in signalling, electrical and telecoms expenditure. However, the growing level of underfunding with respect to steady state requirements may result in standards slipping. Now that lightly used lines are likely to remain open, more will have to be spent on them also in order to safely maintain service levels. This may impact on the funding available for the main lines.
- Verbal report from [REDACTED] the independent expert on automatic train protection (ATP) code loops. He was complimentary of the SET Department's approach to the required work which is ongoing.
- Report on the lessons learned following the Bray SET Relay Room fire on 18th May 2018.
- The excellent level of preparation by staff prevented any safety related serious track failures during the recent hot weather.
- Review of the IM leading indicators.
- Review of IM Principal Risks.
- Review of capital expenditure proposals.

4774.10 Human Resources Advisory Group (HRAG)

The Report from the Chairman of the HRAG previously circulated was taken as read and noted.

4774.11 The Chairman of the HRAG, [REDACTED] advised of the following:

- Engagement at the WRC on a range of outstanding issues has been productive and progress has been made.
- Discussions on a company-wide Joint Industrial Council (JIC) is a step in the right direction.
- Work is progressing on the finalisation of a contract with respect to the payroll system project plan.
- The next phase of the Leadership Development Programme has commenced.
- The selection process for the Institution of Railway Operators (IRO) scholarships is now complete.
- The Talent Management High Potential workshops have now been completed.
- An update on pensions was received from the CIÉ Group Head of Human Resources, [REDACTED]

4774.12 [REDACTED] acknowledged that a lot more progress is being made at the WRC than in the past. However, there are still a lot of outstanding problems that will hopefully reach a resolution.

4775 CAPITAL EXPENDITURE

The Chief procurement Officer, [REDACTED] joined the meeting at this time.

4775.1 Capital Expenditure Proposals

The seven memoranda previously circulated were taken as read and noted.

4775.2 Nation Train Control Centre (NTCC) – Implementation Phase

The proposal in respect of the implementation phase of the NTCC was deferred. The board asked to see a copy of the business case for this project. [REDACTED]

The Audit and Risk Committee was asked to consider the governance procedures (including presentations of business cases and the requirement for gateway reviews) around large investment decisions. [REDACTED]

4775.3 Elimination/De-Manning of Seven Manned Level Crossings on the Dublin / Cork Line – Preliminary Design Stage

The board gave its approval for expenditure of a further [REDACTED] for the preliminary design stage of the elimination/de-manning of seven manned level crossings (XC187, XC201, XC209, XC211, XC212, XC215 and XC219) on the Dublin/Cork Line.

It was noted that:

- This will increase the approved project budget to date to [REDACTED]
- The estimated cost of the project is [REDACTED] subject to the completion of the design and statutory approval processes.
- This project does not require CIE Board approval because it has been included in the revised 2018 Forecast.

4775.4 Journey Time Improvement Project – Construction Stage of the Limerick Junction Down Platform

The board gave its approval for:

- (a) Expenditure of a further [REDACTED] to progress the construction stage for the provision of a new Down platform and associated infrastructure at Limerick Junction Station bringing the total budget to [REDACTED] and
- (b) Delegated authority to be given to the Chief Executive to sign the contract award, details of which will be brought to the next board meeting for noting.

It was noted that this project does not require CIE Board approval as it has been included in the revised 2018 Forecast.

4775.5 Proposed Station at Pelletstown – Detailed Design and Preparation of Tender Documents

The board gave its approval for an increase in expenditure, from an approved budget of [REDACTED] to [REDACTED] due to a project change in scope requested by Dublin City Council (DCC) and Waterways Ireland.

It was noted that the project is being funded by the NTA and DCC levies.

4775.6 Broombridge Station Works

The board gave its approval for an increase in expenditure, from an approved budget of [REDACTED] to [REDACTED] following a request from Transport Infrastructure Ireland (TII) to carry out additional landscaping works to the value of [REDACTED].

It was noted that:

- This request was received from TII after the 29th May 2018 board meeting when expenditure for this project was last approved.
- The project is being carried out on behalf of TII as part of the Luas Cross City Project.
- TII has confirmed that all costs incurred by CIE and Iarnród Éireann will be reimbursed.

4775.7 Class 22000 Hybrid Trial

The board gave its approval for expenditure with the Class 22000 engine manufacturer of up to [REDACTED] (excluding non-recoverable VAT) over three years to develop and convert a 3 car ICR set to a hybrid drivetrain and also to undertake a manufacturer led trial of the latest emissions development engines at no cost to Iarnród Éireann.

It was noted that funding for this project will be from the Chief Mechanical Engineer's Heavy Maintenance Budget for 2019-2021 as well as from applications to the Climate and Technology Funds recently announced by the DTTAS.

4775.8 Catering Equipment (On Board Trolleys and Urns)

The board gave its approval for expenditure of [REDACTED] (including non-recoverable VAT) to replace life expired on board catering equipment (trolleys and urns).

It was noted that:

- This project will be financed by own funds.
- This expenditure was budgeted and planned for with:
 - [REDACTED] included in the 2018 Budget (40% of the costs),
 - With the remaining [REDACTED] of the costs) included in the 2019 Plan and current draft 2019 Budget submission.

4776 PROCUREMENT

4776.1 Procurement Report

The Procurement Report for Period 7 2018 previously circulated was taken as read and noted.

4776.2 Contracts

The three memoranda previously circulated were taken as read and noted.

4776.3 Supply and Delivery of Rail

The board gave its approval to award a contract to Tenderer A [REDACTED] for the supply and delivery of rail at an estimated cost of [REDACTED] excluding VAT.

It was noted that:

- The estimated non-recoverable VAT is [REDACTED].
- This contract will operate for a period of four years with the option to extend for a further year.
- The funding source for this contract is the MAC.

4776.4 Signalling Equipment – Derogation

The board gave its approval to contract with [REDACTED] without a call for competition, for the supply of signalling equipment.

It was noted that:

- The aggregated cost under derogation since January 2015 has reached [REDACTED] with a further [REDACTED] expected until December 2021.
- The basis of proceeding without a call for competition is in line with EU Procurement Directives given that the services or supplies can only be supplied by a particular economic operator.
- Individual contract awards will be subject to funding approval for re-signalling and own funds for maintenance and repairs.

4776.5 Trial Hybrid Power Pack – Derogation

The board gave its approval to contract with [REDACTED] without a call for competition for the design, supply, installation and commissioning of a trial hybrid traction engine solution for the powerpacks on Class 22000 ICRs.

It was noted that:

- The Iarnród Éireann cost of this proposed trial over the three year period with MTU is [REDACTED] million excluding VAT.
- The basis of proceeding without a call for competition is in line with EU Procurement Directives given that the services or supplies can only be supplied by a particular economic operator.
- Funding for this project will be from the Chief Mechanical Engineer's Heavy Maintenance Budget 2019 – 2021 and, in addition, Iarnród Éireann will seek funding from the Climate Action Fund which is part of Project Ireland 2040.

4776.6 Selection and Award Criteria

The five memoranda previously circulated were taken as read and noted.

4776.7 Track Welding Services

The board gave its approval for the selection and award criteria as presented to facilitate the progression of the procurement process for the provision of track welding services.

It was noted that:

- The contract will operate for a period of four years with the option of extending for a further year.
- The estimated spend under this contract is [REDACTED] excluding VAT.
- The funding source for this contract will be the MAC.

4776.8 Railway Fencing and Associated Works

The board gave its approval for selection and award criteria as presented in order to facilitate the running of a tender process leading to the establishment of a multi-party Framework Agreement for railway fencing and associated works.

It was noted that the estimated value of the Framework Agreement over the proposed four year period is in the order of [REDACTED] excluding VAT.

- 4776.9** In response to the Chairman, [REDACTED] confirmed that the issue of the Drugs and Alcohol Policy is becoming a standard part of pre-qualification questionnaires and it would be specifically mentioned in the selection and award criteria for this Framework Agreement.

4776.10 National Train Control Centre (NTCC) Implementation Project Management Support Services.

The board gave its approval for the selection and award criteria as presented to facilitate the procurement of a project management support team to assist Iarnród Éireann in the management and delivery of the NTCC Project.

It was noted that:

- This contract will operate for a period of six years with the option of extending for a further one year.
- The estimated spend under this contract for the potential full term is [REDACTED] excluding VAT.
- The funding source for this contract will be the NTA.

4776.11 Supply of a Traffic Management System for the New NTCC

The board gave its approval for the award criteria as presented to tender for the supply and maintenance of services of a Traffic Management System (TMS) for the new NTCC.

It was noted that:

- The total estimated cost is [REDACTED] excluding VAT based on:
 - [REDACTED] for the supply and installation of the new TMS system over a period of approximately four years,
 - [REDACTED] for a backup TMS in a separate facility and
 - [REDACTED] to cover a 20 year maintenance support services period.
- The funding source for this contract will be the NTA.

4776.12 Traction Motor Overhaul Services

The board gave its approval for the award criteria as presented in order to facilitate the running of a tender process for the provision of traction motor overhaul services across a number of locomotive and EMU fleets.

It was noted that:

- The proposed contract duration will be for an initial period of five years with an option to extend the term by a further two years giving a maximum contract duration of seven years.

- The anticipated contract value will be in the order of [REDACTED] p.a. giving an anticipated total contract value of [REDACTED]
- The funding source for this contract will be the Chief Mechanical Engineer's Heavy Maintenance Budget.

4776.13 Items for Noting

The two memoranda previously circulated were taken as read and noted.

4776.14 Security Services Contract

The board noted the utilisation of the available extension option for a period of two years, to the current security service provider [REDACTED]. It was also noted that:

- The total spend over the full term is currently estimated to be in the order of [REDACTED] against the original full term estimate of [REDACTED] as advised to the board at the time of the initial contract award in February 2015.
- The additional spend relates to the provision of additional ad hoc security hours, both incurred to date and forecast to satisfy business requirements during the contract term.

4776.15 2018 Procurement Timetable

The board noted the up to date Procurement Timetable for 2018.

[REDACTED] left the meeting at this time.

4777 ADMINISTRATIVE ITEMS (Contd.)

4777.1 Transaction for Approval, Sealing and Signing

The transactions (5) for approval and sealing at the meeting were approved and sealed.

Appendix I

The approval and sealing of two further transactions was deferred pending clarification about the length of leases.

The transactions (4) for approval and signing at the meeting were approved and signed.

Appendix II

The correction of the wording of a transaction approved and signed on 2nd June 2018 was noted.

Appendix III

4777.2 Property Proposal

The memorandum previously circulated was taken as read and noted.

4777.3 The board noted the proposal (requiring CIE Board approval) to grant a ten year Lease with a Renunciation to [REDACTED] at a minimum guaranteed annual rent of [REDACTED] or turnover rent, whichever is the greater. It was also noted that the turnover rent will be [REDACTED] for turnover in excess of [REDACTED] and that a rent revue will apply in Year 5.

It was also noted that a letting on one of the other two units in Heuston Station has been agreed (Unit 3 – Off Beat Donut Co.) at a rent of [REDACTED] whichever is the greater.

4777.4 Draft Board Meeting Schedule for 2019

The draft Board Meeting Schedule for 2019 previously circulated was taken as read and noted. It was also noted that an extra Strategy meeting would be required in January and that another meeting may also take place outside of Dublin.

4778 ITEMS FOR NOTING

4778.1 Report to the Minister

The Report to the Minister following the board meeting on 22nd June 2018 previously circulated was taken as read and noted.

4778.2 Advisory Group Minutes

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- Human Resources Advisory Group Minutes 15th May 2018.
- Board Safety Committee Minutes 15th May 2018.
- Trains Advisory Group Minutes 21st May 2018.

- Infrastructure Advisory Group Minutes 17th May 2018.

4778.3 Rolling Agenda

The Rolling Agenda for 2018/2019 previously circulated was taken as read and noted.

A date for the Annual Safety Report is to be included in the Rolling Agenda.

4779 DATE AND LOCATION OF NEXT MEETING

Tuesday 30th October 2018 at 9.30 a.m. in Heuston Station.

Chairman

Date

30 October 2018.

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with [REDACTED], for the installation, testing, maintenance and use of one cluster cable in existing ESB ducting, in the Townland of [REDACTED] Co. Mayo, at [REDACTED] on the Athlone to Westport Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
2. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. 450mm watermain and 2 No. 200mm foul sewers in a new footbridge on the Board's property at [REDACTED] Co. Dublin, at [REDACTED] on the Dublin to Belfast Railway Line, for a licence period of 250 years, for a licence fee of [REDACTED]
3. Bridge Agreement in duplicate with the Industrial Development Agency (Ireland) and Galway County Council permitting the construction of a new road bridge over the Athlone to Galway Railway Line at [REDACTED] Co. Galway, for the term of the construction, for a one-off payment of [REDACTED] in favour of CIE.
4. Bridge Agreement with Fingal County Council permitting the construction of a new road bridge, [REDACTED] at [REDACTED] over the Dublin to Belfast Railway Line, at [REDACTED] Co. Dublin, for the term of the construction, for a one-off payment of [REDACTED] in favour of CIE.
5. Widening Agreement with [REDACTED] in relation to the widening of Level Crossing [REDACTED] in the Townland [REDACTED] on the Wexford Line. The crossing is a field to field type crossing with gates 14 feet wide and these will be increased to 16 feet wide.

Company Secretary
Iarnród Éireann
28th August 2018

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] for a mobile kiosk outside Ennis Railway Station, Co. Clare, for a licence period of 2 years, at a licence fee of [REDACTED] per annum.
2. Licence in duplicate with [REDACTED] to allow them use a section of yard at Kent Railway Station, Cork, as a construction compound for a licence period of 1 year at a licence fee of [REDACTED] per annum.
3. Licence, single copy, with [REDACTED] for 0.5 acres of land at Spencer Dock, for their car rental business, for a licence period of 4 years, for a licence fee of [REDACTED] per annum.
4. Licence in duplicate with [REDACTED], to enable the erection and operation of 3 no. tower cranes, on lands adjacent to the Dublin to Cork Railway Line [REDACTED] Dublin 8, for a licence period of 18 months for a licence fee of [REDACTED]

Company Secretary
Iainr  d Eireann
28th August 2018

CORRECTION TO A PREVIOUSLY APPROVED AND SIGNED TRANSACTION

Correction to Item 2 on Appendix II of the Iarnród Éireann Board Minutes dated 22nd June, 2018 (Transaction for Approval and Signing). It should read as follows:

2. Supplemental Licence with [REDACTED] in relation to original Licence dated 5th July 2017, which granted permission to locate telecoms equipment at Wicklow, Arklow and Gorey. The Licence fee shall be increased to [REDACTED] per annum to a total licence fee of [REDACTED] per annum in order to also include telecoms equipment at Portarlinton.

Company Secretary
Iarnród Éireann
28th August 2018

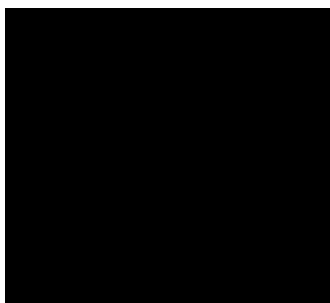
STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND TWENTYEIGHTH
BOARD MEETING HELD ON TUESDAY 30TH OCTOBER 2018
AT 9.30 AM IN HEUSTON STATION**

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



Chief Civil Engineer (part)
General Manager Freight & Rosslare Europort (part)
Chief Financial Officer
Commercial Director
Director, Infrastructure Manager
Company Secretary
Acting Chief Operating Officer, CIE
Chief Risk Officer (part)
Chief Executive
Manager, Energy & Environment (part)
Head of Transformation (part)
Acting Director Railway Undertaking
Chief Procurement Officer (part)
Chief Mechanical Engineer (part)
Chairman, Infrastructure Advisory Group

MIN NO.

4780 CONFLICT OF INTERESTS

4780.1 [REDACTED] stated that he carries out consultancy work for [REDACTED] one of the tenderers for the contract for the operation and maintenance of on track machines.

4780.2 [REDACTED] stated that she is a member of the CIÉ 1951 Superannuation Scheme and a Trustee of both that scheme and the CIÉ Pension Scheme for Regular Wages Staff.

4781 MINUTES

4781.1 The Minutes of the meeting held on 28th August 2018 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings.

4781.2 Outstanding Action Items
The memorandum previously circulated was taken as read and noted.

4781.3 The following were noted:

Item 517 – The Chairman stated that following discussions with Chief Executive and the CIÉ Group Property Manager, it was decided that, on balance, it would be better to proceed to arbitration on the BT fibre optic contract.

Item 519 – Work is ongoing with respect to prioritising investment taking into account the capital investment programme, maintenance requirements and the issue of lightly used lines.

4782 CHIEF EXECUTIVE'S REPORT

4782.1 The Chief Executive's Report previously circulated was taken as read and noted.

4782.2 [REDACTED] presented his report and referred to the following:

- Planning for Brexit.
- Expected passenger growth following the introduction of the new timetable on 10th December 2018.
- The estimated potential revenue loss as a result of the recent fares determination by the National Transport Authority (NTA) is [REDACTED]
- Separately, the NTA want to claw back [REDACTED]
- Full funding of [REDACTED] has been confirmed for 2018 for the Heavy Maintenance (HM) Programme.
- [REDACTED]
- [REDACTED]
- The International Rail Safety Council Conference was held in Dublin last week. It went well and positive feedback was received from the Commissioner for Railway Regulation (CRR). The board asked for papers presented by Iarnród Éireann personnel to be circulated. [REDACTED]

4782.3 In response to the Chairman it was confirmed that the main reason for the level of CRR and Railway Accident Investigation Unit (RAIU) open audits is because they have not yet been closed out by the CRR and the RAIU. They are expected to be closed out by the year end. This issue is monitored by the Board Safety Committee.

4782.4 Train Operations

[REDACTED] outlined the key areas of focus for the Railway Undertaking (RU). Matters discussed included the following:

- The public's understanding of low rail adhesion (LRA).
- PSO funding will continue to be reduced in the future if revenue continues to exceed target.
- The reduction in fares by the NTA is likely to make Iarnród Éireann more dependent on PSO funding. The reason the current capacity constraint problems are likely to be exacerbated leading to a fall in passenger numbers.
- Actions being taken to address the high levels of anti-social behaviour on train services are being discussed with the Gardai, community groups and staff. While the presence of CCTV is publicised and subsequently used in court cases, it does not always act as a deterrent.
- The dip in performance on the Cork route has been reviewed. Performance issues between the Cork and Limerick Junction section are being specifically examined.

4782.5 Commercial Department

Mr. Culligan gave an update on marketing campaigns including the "Do More, DART More" campaign which will concentrate on the more frequent off peak services.

4782.6 Infrastructure Manager (IM)

In response to Mr. Wynne, Mr. Cunningham confirmed that the application for approval to place in service (APIS) a low cost technical solution for user worked level crossings is subject to CRR approval.

4783 STRATEGY

4783.1 Environmental Sustainability

[REDACTED] [REDACTED] [REDACTED] Manager, Energy & Environment and [REDACTED] Chief Mechanical Engineer, joined the meeting at this time.

4783.2 [REDACTED] gave a presentation outlining Iarnród Éireann's commitment to working in a manner that sustains the environment. He covered the following matters:

- The four pillars supporting the company's approach (plan, reduce, minimise and improve).
- Plan for sustainability (minimum standards, oil legacy issues, infrastructure deficits, rolling stock, new buildings, old buildings and railway infrastructure).
- Consumption of scarce resources.

- Traction energy (diesel, electric traction).
- Road diesel (fleet configuration).
- Construction materials.
- Minimising harmful emissions (fuel and oil spills, general and hazardous waste, exhaust emissions, construction noise and operation noise).
- Habitat improvement.
- Strategic objectives.
- Staff and public awareness.

4783.3 Matters discussed included the following:

- Oil contamination issues.
- Problems with the installation of wind turbines.
- The contract for the purchase of electricity is offering good value.
- Compared with other operators in the EU, Iarnród Éireann has an advantage in that the CIE Group owns its own property.
- Obligations of tenants to properly dispose of their waste.
- Obligations of the company providing catering services to properly dispose of its waste.
- The inclusion of waste handling obligations in procurement specifications.

4783.4 Mr Pierce referred to the draft Environmental Sustainability Policy and agreed to circulate it to the Chairman. [REDACTED]

[REDACTED], [REDACTED] and [REDACTED] left the meeting at this time.

4783.5 Train Protection System (TPS)

The memorandum previously circulated was taken as read and noted.

4783.6 [REDACTED] outlined the background, history, current status and plans for the TPS Project. Matters discussed included the following:

- How the contract with Alstom fits in with Iarnród Éireann's responsibilities.
- [REDACTED]
- [REDACTED]
- Progress on the project will depend on funding, fleet availability and the speed of the CRR approvals process.
- The project management tender and the lineside equipment (design and supply) tender are being assessed at present.
- In order to facilitate implementation, preparations need to be made for issues such as staff resources, funding, depot space, fleet availability, weekend working, alternative bus services, etc. A timeline needs to be prepared outlining delivery dates. More information is required at board level due to the level of current risks in the absence of TPS.
- An estimate of the cost to accelerate the project is to be prepared. [REDACTED]
- The level of risk will increase immediately following the transition from the old system to a new TPS.
- The board has previously decided not to move to an amalgamated European Railway Traffic Management System (ERTMS). Nothing has happened in the meantime to change this decision. [REDACTED]
- [REDACTED]
- As over speeding incidents take place in different parts of the network and not in specific locations it is unlikely that there will be immediate improvements following the implementation of TPS. However, it was acknowledged that the level of monitoring and self-reporting of over speeding incidents has significantly improved following drivers' support.

4783.7 [REDACTED]

4783.8 [REDACTED]

4783.9 [REDACTED]

4783.10

Ma

4783.11

4783.12

National Development Plan (NDP) Programme – DART Expansion

The memorandum previously circulated outlining the current status of the DART Expansion Programme was taken as read and noted.

4784

ADVISORY/POLICY PAPERS

4784.1

Iarnród Éireann Annual Safety Report 2017

The Iarnród Éireann Annual Safety Report for 2017 previously circulated was taken as read and noted.

4784.2

The Chairman of the Board Safety Committee, [REDACTED] advised that the Strategic Safety Advisor, Ms. Doyle and the Head of Health and Safety, RU, Mr. Sullivan, had confirmed that they will incorporate her comments into the Safety Report. The Chairman suggested that it should be

shorter and include more commentary about passengers. Subject to these amendments it was agreed that the report should be issued.

4784.3 [REDACTED] stated that the Report for 2018 should be completed early in 2019, focus on the customer and be prepared in a format for it to be issued on social media. The Chairman agreed stating that the public should be reassured that Iarnród Éireann is doing everything it can with respect to safety.

4784.4 [REDACTED]

4784.5 [REDACTED]

4784.6 [REDACTED] it was agreed to delegate authority for the approval of the final plans to the Board Safety Committee.

4784.7 **Trains Advisory Group (TAG)**

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4784.8 **Short Term Fleet Capacity Update**

The memorandum previously circulated was taken as read and noted.

4784.9 Following discussion the board agreed not to refurbish the 14 x 2 Class 2700 DMU trains as the cost would be far more than could be justified. Mr. Wynne made the general point that the company should take better care of any fleet it puts into storage. Mr. McGreevy stated that the tender cost for the refurbishment of this fleet reflected the state of the industry and lack of market interest to repair the fleet rather than just the state of the fleet.

4784.10 [REDACTED]

4784.11 **Infrastructure Advisory Group (IAG)**

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4784.12 The Chairman of the IAG, Mr. Sowden, advised of the following key areas of focus at its last meeting:

- Multi annual contract (MAC) 2019 - 2023.
- Track Relaying Programme.
- East Coast Erosion Defence Strategy.
Effective short term stabilisation works continue to be carried out. The appointment of a consultant to assist Iarnród Éireann and Wicklow County Council is welcomed. A presentation will be given to the board in due course.
- Genoa Bridge Collapse.
The potential application to Iarnród Éireann of the lessons learned from this bridge collapse are limited as the structures on Iarnród Éireann's network are not the same as the Genoa Bridge.
- Low Rail Adhesion (LRA).
- TPS Project.
- Signalling, Electrical and Telecoms (SET) Strategy.
Progress with the implementation of this strategy has slipped slightly but is being monitored. It was noted that Mr. Peter Mason has announced his intention to leave Iarnród Éireann before the end of the year.
- Project Approval Gateway Process.

4784.13 **Human Resources Advisory Group (HRAG)**

The Report from the Chairman of the HRAG previously circulated was taken as read and noted.

4784.14 The Chairman of the HRAG, Mr. Mulholland, advised of the following:

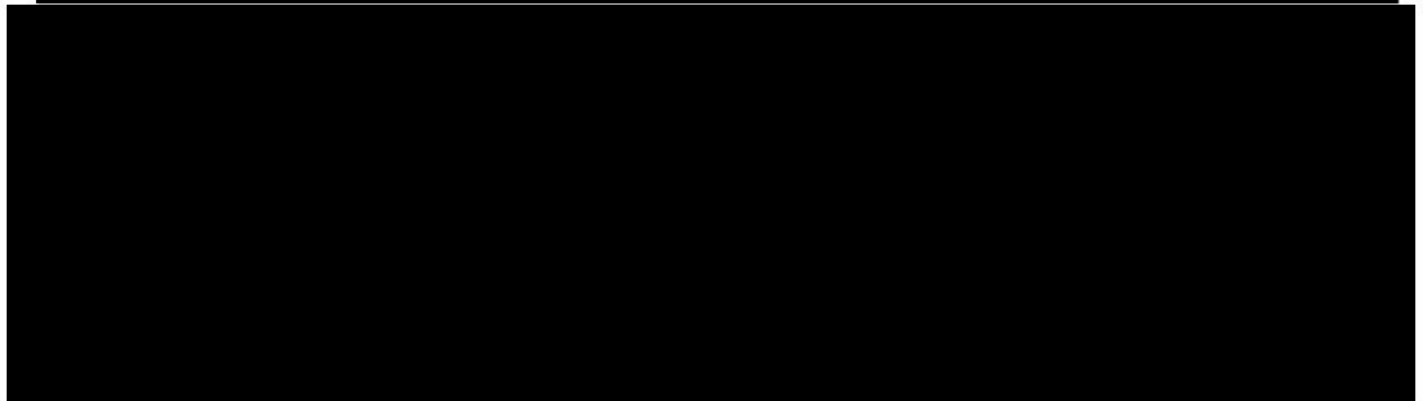
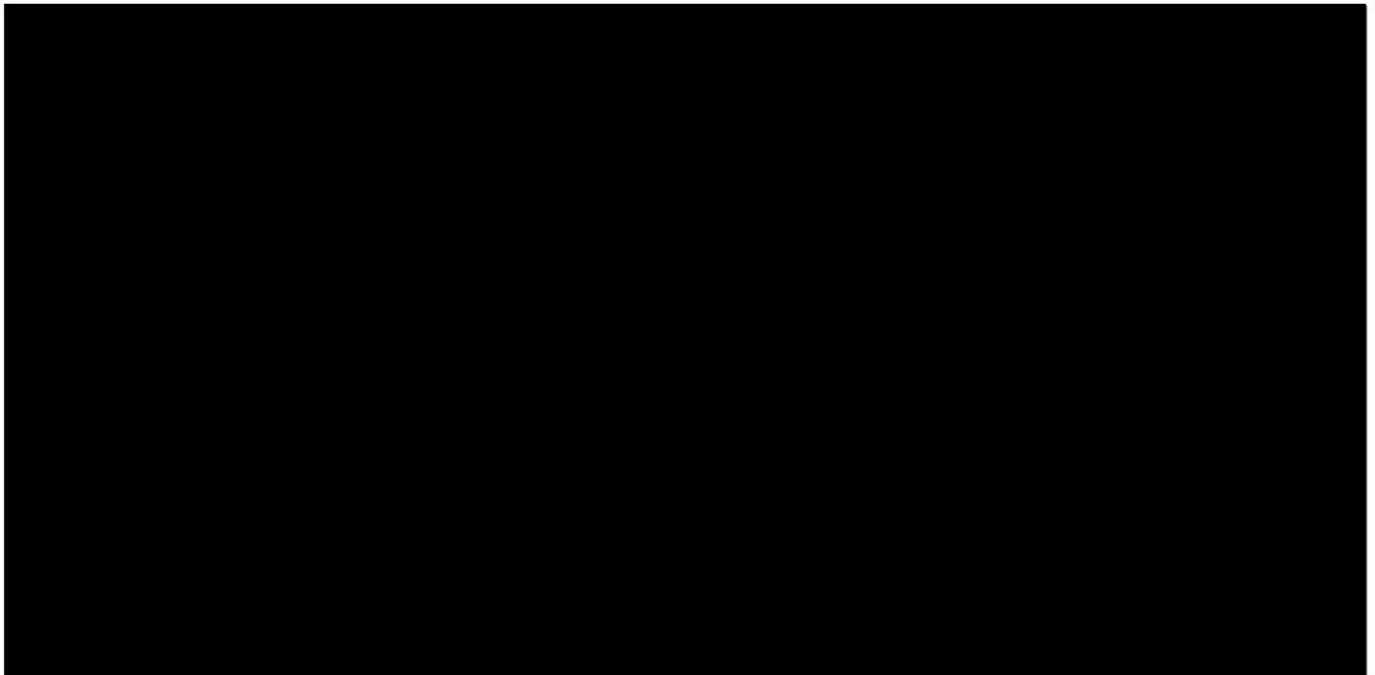
- IR Update.

• [REDACTED]

- A recent WRC adjudication confirmed a Labour Court decision last year. It ruled in favour of the company that "cost increasing claims cannot be entertained during the lifetime of the current agreement".
- Payroll Project.
Iarnród Éireann will sign the contract for this project only when it is satisfied that the contractor can deliver.

4784.15 In response to the Chairman, [REDACTED] advised that not as many matters are referred to third parties e.g. the WRC, as in the past. However, all final proposals have to go to ballot. Mr. Wynne agreed but stated that too many issues are still going to the WRC. [REDACTED] noted that a Joint Industrial Council providing a binding arbitration facility has been established in the Engineering Department.

4784.16 **Board Audit and Risk Committee (ARC)**
The Report from the Chairman of the ARC previously circulated was taken as read and noted.



4784.20 **Information and Communications Technology Advisory Group (ICTAG)**
The Report from the ICTAG previously circulated was taken as read and noted.

4784.21 It was noted that Mr. Tony Graham had been appointed as the independent Chairman of the ICTAG.

4785 ADMINISTRATIVE ITEMS

4785.1 **Draft Terms of Reference for a Strategy Advisory Group (SAG)**
The memorandum previously circulated was taken as read and noted.

4785.2 The board gave its approval for Terms of Reference as presented for the newly established Strategy Advisory Group.

4785.3 It was noted that [REDACTED] from the UK would be appointed to the group.

4786 ADVISORY / POLICY PAPERS (Contd.)

4786.1 Quarterly Risk Report

[REDACTED], Chief Risk Officer, joined the meeting at this time.

4786.2 The Quarterly Risk Report previously circulated was taken as read and noted.

4786.3 [REDACTED] presented his report and referred to the following matters:

- Positive findings arising out of the annual independent review of the Risk Management Framework completed by BDO.
- The board accepted three BDO recommendations to "help keep the framework fresh and therefore maintain its relevance within the organisation".
- The split of Risk 101 (major fire - station, on board train, depot) into three separate risks all of which have been categorised by the Executive team as non-principal. They will continue to be managed by the relevant Risk Owner but will not be reported to the board unless escalated by the Executive team.
- Two newly identified Principal Risks relate to the failure to achieve the scheduled expansion of the Medical Assessment Programme for safety critical staff and the failure to observe the correct procedure during shunting movements in depots and yards.

4786.4 Matters discussed included the following:

- The risk of losing a Rosslare customer is already included on the Risk Register.
- Brexit risks need to be reviewed. [REDACTED]

4786.5 Review of Risk Management Framework

The BDO Report on its review of the Risk Management Framework previously circulated was taken as read and noted.

4786.6 It was noted that Risk Appetites need to be reviewed on an annual basis at the time of the preparation of the Five Year Plan. The next review is due in Spring of 2019. It was suggested that this should be put on the agenda of the Strategy themed board meeting in January 2019. [REDACTED]

4786.7 In response to the Chairman, [REDACTED] confirmed that liaison with CIE on risk matters is working well now.

[REDACTED] left the meeting at this time.

4786.8 Property Development Opportunities

The memorandum previously circulated was taken as read and noted.

4786.9

[REDACTED]

4786.10 Advisory Note on the Length of Leases

The memorandum previously circulated was taken as read and noted.

4786.11 [REDACTED] asked for an indication of how many other similar long leases there are with small rents. [REDACTED]

4786.12 Genoa Bridge Collapse

The memorandum previously circulated was taken as read and noted.

4786.13 Project Management Framework

The memorandum on the Gateway Approval Process linked to the updated suite of project management procedures for the delivery of capital infrastructure projects previously circulated was taken as read and noted.

4786.14 The Chairman of the ARC [REDACTED] advised that this document was discussed at its recent meeting. It was satisfied that a process is in place and is being followed.

4786.15 The Chairman was concerned that while a gateway system is in place in respect of major capital investment projects, it doesn't sufficiently involve the Iarnród Éireann board. The board is only

formally involved at the initiation of the project. After that it appears that it is only the NTA that has control and gives approvals. However, [REDACTED] noted that the board has procedures requiring its involvement at various procurement stages depending on the capital expenditure threshold levels involved. The Chairman felt that these only related to compliance matters. His concern related to significant scope changes, significant risk changes, etc. While the board should not be involved at a granular level of detail, there are certain big projects when major matters of strategy, such as occasions when alternative options are being considered, when the board should have a greater role.

4786.16 [REDACTED] stated that the National Train Control Centre (NTCC) is a [REDACTED] project and the board was involved at every capital expenditure stage along the way. Costs, project changes, risk profile changes, etc. were escalated to the board. However, it was acknowledged that this may not have been clear from the board papers that had been submitted. The Chairman stated that at the various junctions of big projects the papers being presented to the board should be very clear and outline the history of the project when Phase 0 took place what the current phase is and the changes since the previous phase. [REDACTED] emphasised that management's perception of when matters need to be escalated to the board should be aligned to the board's perception of this. The Chairman agreed emphasising that board involvement should not be just at the start or at the end of a project but during the interim stages of projects when major alternative options are being considered.

4787 CAPITAL EXPENDITURE

4787.1 Capital Expenditure Proposals

The five memoranda previously circulated were taken as read and noted.

4787.2 National Train Control Centre (NTCC) - Implementation Phase

The board gave its approval for expenditure of [REDACTED] (of which [REDACTED] is ineligible for NTA funding) for the implementation phase (Phase 5 of the Project Management Procedures) of the NTCC Project.

It was noted that:

- This will bring the total board approved expenditure for this project to €135.3 million.
- The project is funded by the NTA.

4787.3 Galway/Dublin National Cycleway – Proposed New Underpass

The board gave its approval for expenditure of [REDACTED] to construct a new underpass on the Galway Line on [REDACTED]

It was noted that:

- This project will be carried out by Iarnród Éireann as enabling works to allow the local authority to extend the Galway/Dublin National Cycleway from the White Gates Level Crossing on the Ballymahon Road to Athlone Marina.
- [REDACTED]

[REDACTED] left the meeting and [REDACTED] returned to the meeting at this time.

4787.4 Chief Mechanical Engineering (CME) Heaving Maintenance (HM) 2019

The board gave its approval for the planned capital expenditure of [REDACTED] for heavy maintenance on the Iarnród Éireann fleet during 2019.

It was noted that:

- The project was included in the 2019 Net Financial Effect (NFE) application submitted to the NTA in June 2018.
- [REDACTED]
- [REDACTED]

4787.5 Replacement of On Board Passenger Fleet Wi-Fi System

The board gave its approval for planned capital expenditure of [REDACTED] for replacement of the on board passenger Wi-Fi system on the Iarnród Éireann fleet (excluding the Enterprise fleet) [REDACTED] systems support and maintenance.

It was noted that:

- The total requirement is [REDACTED]
- [REDACTED]
- [REDACTED]

4787.6 Inchicore Running Shed Roof Replacement

The board noted that, mainly due to the disposal cost of asbestos roofing materials, the total project cost for the replacement of the Running Shed Roof at Inchicore [REDACTED]

4788 PROCUREMENT

[REDACTED] Chief Procurement Officer, joined the meeting at this time.

4788.1 Procurement Report

The Procurement Report for Period 10 2018 previously circulated was taken as read and noted.

4788.2 Contracts

The six memoranda previously circulated were taken as read and noted.

4788.3 Operation and Maintenance of the On Track Machine (OTM) Fleet

[REDACTED] conflict of interests with respect to one of the tenderers, [REDACTED], was noted.

The board gave its approval for the award of a contract to [REDACTED] for the operation and maintenance of OTMs at an estimated cost of [REDACTED] over the maximum term of seven years.

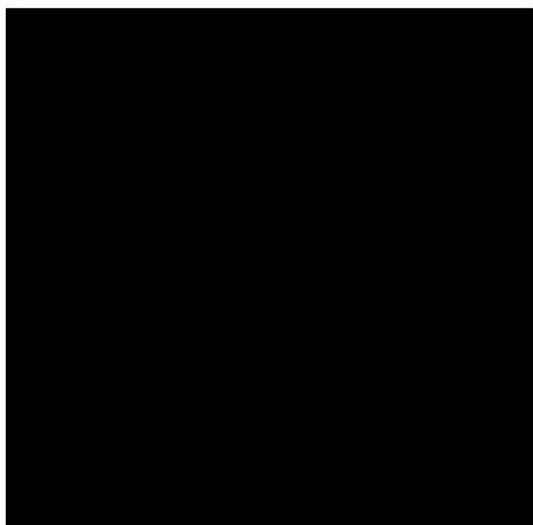
It was noted that:

- The estimated non-recoverable VAT is [REDACTED]
- The contract will operate for a period of five years at an estimated cost of [REDACTED] with the option to extend it for a further two years.
- The funding source for this contract is the [REDACTED]

4788.4 Building and Structures Maintenance Services

The board gave its approval for:

- (a) The establishment of a four year multi-party Framework Agreement for the provision of building and structures maintenance services covering the requirements of Lots 2 and 3 with the 16 companies set out below:



- (b) The award of two contracts under Lot 1 to:

(i) [REDACTED] who were successful for 7 of 11 areas, for a value of [REDACTED]

(ii) [REDACTED]

It was noted that:

- The estimated value of the Framework Agreement over the proposed four year period is in the order of [REDACTED]
- The funding source for the Framework Agreement is the [REDACTED]

4788.5 Project Management Support Services for TPS

The board gave its approval for the award of a contract for the provision of project management support services for the implementation of the TPS Project to [REDACTED] at an estimated cost of [REDACTED] over a seven year period.

It was noted that the funding source for this contract is the [REDACTED]

4788.6 Supply and Delivery of Points and Crossings

The board gave its approval for the award of a contract to [REDACTED] for the supply and delivery of points and crossings at an estimated cost of [REDACTED].

It was noted that:

- The estimated non-recoverable VAT is [REDACTED]
- This contract will operate for a period of four years with an option to extend it for a further year.
- The funding source for this contract is the [REDACTED]

4788.7 Provision and Maintenance of Rolling Stock Wi-Fi Equipment

The board gave its approval for the award of a contract to [REDACTED] for the provision and maintenance of Wi-fi equipment to the Iarnród Éireann fleet at a cost over the full contract seven year term of [REDACTED]

It was noted that:

- The non-recoverable VAT arising is estimated at [REDACTED] giving a total contract cost of [REDACTED] over the seven year period.
- The capital element of this contract, approximately [REDACTED] will be funded by the NTA with the balance being maintenance costs, [REDACTED]

4788.8 Signalling Equipment – Derogation

The board gave its approval to contract with [REDACTED] without a call for competition, for the supply of various parts used to maintain elements of Iarnród Éireann's network.

It was noted that:

- The aggregated costs under derogation since October 2015 has reached [REDACTED] with a further [REDACTED]
- The basis of proceeding without a call for competition is in line with EU Procurement Directives given that the services or supplies can only be supplied by a particular economic operator due to the absence of competition for technical reasons.
- Individual contract awards will be subject to the availability of own funds as these parts are primarily for maintenance and repairs.

4788.9 Selection and Award Criteria

The three memoranda previously circulated were taken as read and noted.

4788.10 Framework Agreement for Roofing Materials

The board gave its approval for the selection and award criteria as presented in order to facilitate the running of a tender process leading to the establishment of a multi-party Framework Agreement for roofing materials.

It was noted that the estimated spend under the Framework Agreement over the proposed four year period is in the order of [REDACTED]

4788.11 Framework Agreement for Painting of Bridges

The board gave its approval for the selection and award criteria as presented in order to facilitate the running of a tender process leading to the establishment of a multi-party Framework Agreement for the painting of bridges.

It was noted that the estimated value of the Framework Agreement over the proposed four year period is in the order of [REDACTED]

4788.12 NTCC Implementation Project Management Support Services

The board gave its approval for the selection and award criteria as presented to facilitate the procurement of a project management support team to assist Iarnród Éireann in the management and delivery of the NTCC Project.

It was noted that:

- This contract will operate for a period of six years with the option of extending it for a further one year.
- The estimated spend under this contract for the potential full term is [REDACTED] excluding VAT.
- The funding source for this contract will be the NTA.

4788.13 Selection Criteria

The two memoranda previously circulated were taken as read and noted.

4788.14 Construction of the NTCC Building

The board gave its approval for the selection criteria as presented to facilitate the procurement of the construction of the NTCC Building.

It was noted that:

- It is estimated that this contract will be for a period of 2½ years.
- The estimated spend under this contract for the potential full year term is [REDACTED]
- The funding source for this contract will be the NTA.

4788.15 DART Expansion Project – Maynooth Line and City Centre Enhancement Consultancy Services Contract

The board gave its approval for the selection criteria as presented for the procurement of consultancy services to:

- Prepare the design,
- Undertake the environmental impact assessment,
- Manage the Railway Order process,
- Tender preparation and evaluation and
- Option to be included for design support during construction the stage, for the Maynooth Line and city centre enhancement package of the DART Expansion Programme.

It was noted that:

- This contract will operate for a period of approximately two years and for an additional three years if the option of extending it for the design support is exercised.
- The estimated spend under this contract for the potential full term is [REDACTED]
- The funding source for this contract will be the NTA.

4788.16 Items for Noting

The two memoranda previously circulated were taken as read and noted.

4788.17 Limerick Junction Down Platform and Footbridge Works

Further to the board's previous decision to grant delegated authority to the Chief Executive to approve the award of a contract for the Limerick Junction Down Platform and Footbridge Works in between board meetings, the board noted that the award of the contract was to [REDACTED] at a cost of [REDACTED]

It was also noted that:

- The non-recoverable VAT is [REDACTED]
- The funding source for this contract is the [REDACTED]

4788.18 2018 Procurement Timetable

The board noted the up to date Procurement Timetable for the remainder of 2018.

4788.19 Internal Audit

Ms. Little advised that Group Internal Audit had given the Procurement Department a clean bill of health in its recent audit. The Chairman congratulated Mr. Reynolds and noted that the quality of his papers were excellent.

[REDACTED] and [REDACTED] left the meeting at this time.

4789 ADMINISTRATIVE ITEMS (Contd.)

4789.1 Transactions for Approval, Sealing and Signing

The transactions (11) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (5) for approval and signing at the meeting were approved and signed.

Appendix II

4789.2 Half Year Report (including Half Year Accounts) for 2018

The Half Year Report (including Half Year Accounts) for 2018 previously circulated was taken as read and noted.

4790 ITEMS FOR NOTING

4790.1 Report to the Minister

The Report to the Minister following the board meeting on 28th August 2018 previously circulated was taken as read and noted.

4790.2 Advisory Group Minutes

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- Audit and Risk Committee Minutes 22nd May 2018.
- Infrastructure Advisory Group Minutes 16th August 2018.
- Trains Advisory Group Minutes 20th August 2018.
- Human Resources Advisory Group Minutes 21st August 2018.

4790.3 Rolling Agenda

The Rolling Agenda for 2018/2019 previously circulated was taken as read and noted.

4791 ANY OTHER BUSINESS

4791.1 [REDACTED] advised that Translink would be holding a board meeting on 21st November 2018 in Connolly Station. There will be a lunch afterwards to which the Iarnród Éireann board has been invited.

4792 DATE AND LOCATION OF NEXT MEETING

Tuesday 4th December 2018 at 9.30 a.m. in Inchicore.

Chairman

Date

4th December 2018

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with [REDACTED] under which Iarnród Éireann occupies his lands as a temporary works compound in relation to the Ballast Cleaning Project 2018 and general maintenance works on the Dublin to Cork Railway Line, at Yeomanstown, Caragh, Co. Kildare, for a licence period of two years, for a licence fee of [REDACTED] per annum.
2. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. 125mm duct containing a telecommunications cable in the deck of OBW38 at 44 miles 1,355 yards on the Carlow Branch Line at Athy Railway Station, Co. Kildare, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
3. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of a fibre optic telecoms cable in an existing ESB duct at Level Crossing XR161 at 6 miles 260 yards on the Dublin to Rosslare Railway Line, in the Townland of Townparks, St. John's, Co. Wexford, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
4. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of a fibre optic telecoms cable in an existing ESB duct at Ruskin, Dunboyne, Co. Meath, at 9 miles 1,480 yards on the Clonsilla to Pace Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
5. Lease in duplicate with Holstein Investments Ltd. and Tetrarch Capital Ltd., for 219 square metres of development land at Mark Street, Dublin 2, for a term of 200 years for a rent of [REDACTED] per annum, to be reviewed every 5 years, in accordance with the Consumer Price Index.
6. Lease in duplicate with [REDACTED] and [REDACTED] for a premises comprising three railway arches with access from Shaw Street, Dublin, for a term of 80 years, for a rent of [REDACTED] per annum, to be reviewed every 5 years, in accordance with the Consumer Price Index.
7. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 2 No. 500mm watermain in concrete sleeves at 91 miles 361 yards on the Dublin to Cork Railway Line, in the Townland of Cloghane, Holycross, Co. Tipperary, for a licence period of 250 years, for a licence fee of [REDACTED]
8. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 2 No. 500mm watermain in concrete sleeves at 86 miles 775 yards on the Dublin to Cork Railway Line, at Thurles Railway Station, Co. Tipperary, for a licence period of 250 years, for a licence fee of [REDACTED]
9. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XM260 at 155 miles 530 yards on the Athlone to Westport Railway Line for a consideration of [REDACTED]
10. Lease in duplicate with [REDACTED] for a term of 10 years, for a rent of [REDACTED] subject to review every 5 years.
11. Rental Guarantee with [REDACTED]

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED], in respect of their telecoms equipment on the Irish Rail Signal Mast at Kilcock, Co. Kildare, for a licence period of 5 years, for a licence fee of [REDACTED] subject to review after 5 years in accordance with the Consumer Price Index.
2. Licence in duplicate with [REDACTED] in respect of their telecoms equipment on the Irish Rail Signal Mast at Sallins, Co. Kildare, for a licence period of 5 years, for a licence fee of [REDACTED] subject to review after 5 years in accordance with the Consumer Price Index.
3. Licence in duplicate with [REDACTED], in respect of their telecoms equipment on the Irish Rail Signal Mast at the Public Road Level Crossing, Ardrahan, Co. Galway, for a licence period of 5 years, for a licence fee of [REDACTED] subject to review after 5 years in accordance with the Consumer Price Index.
4. Licence in duplicate with [REDACTED], to place telecoms equipment on the Irish Rail Signal Mast at Shankill DART Station, Co. Dublin, for a licence period of 5 years, for a licence fee of [REDACTED] per annum.
5. Licence in duplicate with [REDACTED] for a mobile kiosk at Mullingar Railway Station, Co. Westmeath, for a licence period of 1 year, for a licence fee of [REDACTED] per annum.

Company Secretary
Iarnród Éireann
30th October, 2018

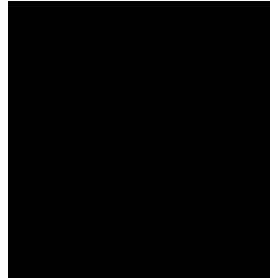
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IARNRÓD ÉIREANN - IRISH RAIL

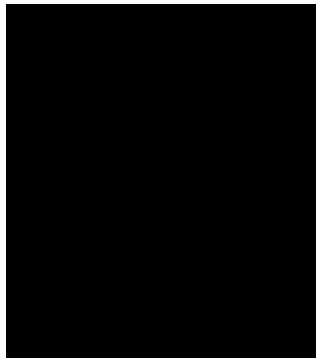
MINUTES OF THE THREE HUNDRED AND TWENTYNINTH
BOARD MEETING HELD ON TUESDAY 4th DECEMBER 2018
AT 9.30 AM IN INCHICORE

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



General Manager, Freight & Rosslare Europort (part)
Chief Financial Officer
Commercial Director
Director Infrastructure Manager
Company Secretary
Acting Chief Operating Officer, CIE
Chief Executive
Head of Transformation (part)
Acting Director, Railway Undertaking
Chief Procurement Officer (part)
Chairman, Infrastructure Advisory Group

MIN NO.

4793 CONFLICT OF INTERESTS

4793.1 [REDACTED] stated that she is a member of the CIE 1951 Superannuation Scheme and a Trustee of both that scheme and the CIE Pension Scheme for Regular Wages Staff.

4794 MINUTES

4794.1 The Minutes of the meeting held on 30th October 2018 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings subject to the following amendment:

Minute 4783.6

Amend:

"...it is unlikely that there will be immediate improvements following the implementation of TPS."
to:

"...there will be progressive improvements following the implementation of TPS."

4794.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4794.3 The following were noted:

Item 503 – [REDACTED] confirmed that the relationship with the CRR is very good. A meeting with the CRR took place on 28th November 2018. Matters discussed included overcrowding, outstanding CRR approvals, future changes that will require CRR approvals and the resources that will be required as a result of the National Development Plan (NDP).

Item 526 – Talks are taking place with National Development Finance Agency (NDFA) regarding funding for developments in [REDACTED] will be discussed at the next CIE Board meeting on 12th December 2018. [REDACTED]

Item 527 – A formal request has been received from the Department, Tourism and Sport (DTTAS) for a plan for a hard Brexit to be prepared. Liaison will take place with Northern Ireland Railways (NIR) and the Commissioner for Railway Regulation (CRR). [REDACTED]
[REDACTED]

4795 CHAIRMAN'S COMMENTS

4795.1 There is still one vacancy on the board. An advertisement has been published seeking applicants for all the board vacancies across the CIÉ Group. Persons with commercial, financial sustainability and consumer advocacy expertise are being sought.

4975.2 Good practice requires a Chairman to meet with directors and the chairmen of Advisory Groups/Committees individually. This will take place over the next few weeks and will also cover a review of board performance (including the conduct of the board, use of time, quality of submissions and discussions on operations –v- strategic matters). The structure and membership of Advisory Groups/Committees will also be reviewed along with anything else that directors wish to discuss.

4796 CHIEF EXECUTIVE'S REPORT

4796.1 The Chief Executive's Report previously circulated was taken as read and noted.

4796.2 [REDACTED] presented his report and referred to the following:

- Thanks from the CRR for Iarnród Éireann's support at the recent International Railway Safety Council event.
- Iarnród Éireann is now an affiliate member of the Railway Safety Standards Board (RSSB).
- Visit by members of the Joint Oireachtas Committee (JOC) on Transport to Connolly Station Head Office and Central Traffic Control on 21st November 2018.
- Attendance at a meeting of the JOC on Rural and Community Development to discuss the issue of flooding at Ballycar. It is intended that a permanent solution will be brought to Government for funding. This is a welcome development.
- Driver resource issues.
- Increase in the number of complaints due to timetable changes and overcrowding.
- InterCity and Commuter punctuality was below target in Period 11 2018. However, DART punctuality was ahead of target thus demonstrating that the recent change to the DART timetable has worked.
- [REDACTED]

4796.3 Finance

[REDACTED] advised of the following:

- The Financial Results for Period 11 2018 indicate a net surplus of [REDACTED] which is [REDACTED] better than forecast. The year to date net surplus is [REDACTED] better than forecast.
- The favourable variance in the period arises mainly from buoyant passenger revenue and lower than planned infrastructure expenditure.
- The DTTAS has advised of an increased allocation for multi annual contract (MAC) funding of [REDACTED]. The budget has been adjusted to reflect this.
- [REDACTED]

- Iarnród Éireann implemented the EU Council Directive on the separation of accounting for railway businesses in 2013. Some 2013 consolidated balances can now be shown in their deconsolidated format within the appropriate businesses. These will be shown where possible in the 2018 Financial Statements. [REDACTED]
[REDACTED]
[REDACTED]
- [REDACTED]

4796.4

Train Operations

[REDACTED] outlined the key areas of focus for the Railway Undertaking (RU). Matters referred to included the following:

- Additional carriages/capacity on the DART since 14th November 2018.
- Timetable enhancements for off peak commuter services to be introduced on 9th December 2018.
- Anti-social behaviour at Broombridge has almost disappeared. This is due mainly to increased passenger through put.
- Signal passed at danger (SPAD) at BN21 in Sandymount on 25th October 2018.
- The methodology used by the National Transport Authority (NTA) for setting punctuality targets is being discussed with them. Historical data is used but additional service requests should also be taken into account.

4796.5

Commercial Department

[REDACTED] outlined the key areas of focus for the Commercial Department. Matters referred to included the following:

- [REDACTED]
- In respect of the Customer First Programme, the pilot for portable devices will not now be rolled out before Christmas due to outstanding defects. These need to be resolved before the robustness of the system can be assured.

4796.6

Infrastructure Manager (IM)

[REDACTED] outlined the key areas of focus for the IM. Matters referred to included the following:

- A coastal erosion study is being carried out by ARUP on behalf of Wicklow County Council and Iarnród Éireann. The scope of the study includes parts of Wexford. Early indications are that due to the high level of coastal erosion, a strategy should cover the next 20 years rather than the next 30 years. This matter is to be brought back to the board in 2019.
- [REDACTED] However, it was noted that the IMMAC for 2018 still needs to be signed.
- The low rail adhesion (LRA) season has been positive to date.
- Information being sought by an unsuccessful tenderer may lead to a delay in the roll out of the [REDACTED] However, Mr. Meade stated that Iarnród Éireann will not allow the delay to go on indefinitely. He and Mr. Cunningham will make the final decision in this regard.

4797

STRATEGY

4797.1

4797.2

4797.3

4797.4

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4797.6

4797.7

4797.8

4798

ADVISORY/POLICY PAPERS

4798.1

Board Safety Committee

The Chairman of the Board Safety Committee, [REDACTED] gave a verbal report on the following key areas of focus at its last meeting:

- Incidents of drivers bypassing/overriding the DART automatic train protection (ATP) system. While there are locations or "blackspots" where this is operationally necessary, an assessment is to be carried out of the prevalence of blackspot associated overrides and other instances of overriding the system. The assessment will include an analysis of why these take place so that more mitigations and controls can be implemented.
- Overspeeding incidents of which one appears to have been either incorrectly reported or was not reported at the Board Safety Committee meeting (70mph in a 40mph zone). The

board asked for this issue to be followed up.

Mr. Meade

- [REDACTED]
- The 2019 Safety Plans for the IM and the RU were approved by the Committee subject to resources for deep dive reviews of risks and for the examination of forward looking issues.
- The Safety Culture Review provided good insights and suggested areas for consideration which will be overlaid onto the Safety Plans. A report is to be presented to the board meeting in due course.

4798.2 Trains Advisory Group (TAG)

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4798.3 The Chairman of the TAG [REDACTED] advised of the following key areas of focus at its last meeting:

- Fleet strategy.
The NTA has accepted that the planned refurbishment of Class 2700 vehicles is no longer a viable option. Procurement/leasing of second hand fleet and procurement of additional intermediate Intercity railcars (ICRs) Class 29000 vehicles remain as available options. Intermediate ICR vehicles offer the opportunity of a fully future-proofed option.
- Inchicore

[REDACTED]

A master plan for the site should be developed only when future fleet demands for the site are better understood. The Chairman stated that the Inchicore site is on the Land Development Agency's list of state properties that may be suitable for social housing.

[REDACTED]

4798.4 Short Term Fleet Capacity Update

The memorandum previously circulated was taken as read and noted.

4798.5

[REDACTED]

4798.6

4798.7 Infrastructure Advisory Group (IAG)

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4798.8 The Chairman of the IAG, [REDACTED] advised of the following key areas of focus at its last meeting:

- IMMAC 2019 – 2023.
- [REDACTED]
- [REDACTED]
- The issue of signalling, electrical and telecoms (SET) resourcing capability must remain on the radar. Progress with electrification works was reviewed. However, it appears that activity levels in this area were low again during 2018.

[REDACTED]

[REDACTED]

4798.9 Board Audit and Risk Committee (ARC)

The Report from the Chairman of the ARC previously circulated was taken as read and noted.

4798.10 The Chairman of the ARC [REDACTED] advised of the following key areas of focus at its last meeting:

- [REDACTED]
- [REDACTED]
- Three completed Internal Audit Reports were discussed.
- Group Internal Audit (GIA) is fully resourced and it was noted that some information systems (IS) audits are being outsourced to EY who have a particular expertise in that area.
- GIA reviewed arrangements and structures relating to the Companies Act 2014 requirement for a Directors' Compliance Statement. They found that Iarnród Éireann is in compliance with the relevant legislation in this regard. Comprehensive work had been carried out by Iarnród Éireann to ensure compliance.
- A comprehensive report from the Chief Procurement Officer was well received.
- The Committee carried out an annual review of compliance with its Terms of Reference. In addition, a review of the Terms of Reference was carried out and no amendments were proposed.
- A revised reporting mechanism will be adopted by GIA in 2019 which will rank audit recommendations. The Committee asked that outstanding top ranking recommendations be brought to its attention by exception.

4798.11 Annual Report from the Chairman of the ARC to the CIE Board Audit and Risk Committee

The memorandum previously circulated was taken as read and noted.

4798.12 Property Items

The two memoranda previously circulated were taken as read and noted.

4798.13 BT Arbitration

The board gave its approval for the delegation of authority, in the absence of a board meeting, to the Chairman of CIE, the Chairman of Iarnród Éireann, the Acting Chief Operating Officer of CIE and the Chief Executive of Iarnród Éireann to consider and accept, if appropriate, any proposal which may emerge to settle the BT arbitration. It was noted that they are to act collectively in this regard.

[REDACTED]

[REDACTED]

4798.19 Recommendations of the JOC Report on Accessibility of Public Transport for People with Disabilities

The memorandum previously circulated was taken as read and noted.

4798.20 [REDACTED] discussed included the following:

- While a lot of investment is being put into the proposed Disability App, the company may be relying too heavily on the App to fulfil all requirements. More is required in the area of soft skills e.g. disability equality training.
- There is a need to develop the complaints system to make it more accessible to people with disabilities other than vision impairment.
- Discussions need to take place with the NTA on whether each company should have its own complaints system or whether there should be an overall public transport complaints system.
- [REDACTED]
- Key discussions need to take place with the NTA regarding funding into the future.
- Disability equality training is provided as part of ongoing operational training for staff. This includes a specific module during on board customer services training.
- People with cognitive impairments must also be considered in any future accessibility plans.

4799 CAPITAL EXPENDITURE

4799.1 Capital Expenditure Proposals

The three memoranda previously circulated were taken as read and noted.

[REDACTED]

4799.9 **Closeout Reports**

The two memoranda previously circulated were taken as read and noted.

4799.10 The board gave its approval for the closeout of the following projects:

- Automation of 16 level crossings on the Mayo and Portarlinton/Galway Lines to full barrier CCTV controlled crossings (66% of the scope was completed).

4800 **PROCUREMENT**

Chief Procurement Officer, joined the meeting at this time.

4800.1 **Procurement Report**

The Procurement Report for Period 11 2018 previously circulated was taken as read and noted.

4800.2 **Contracts**

The three memoranda previously circulated were taken as read and noted.

4800.3 **Supply of Diesel Fuel**

The board gave its approval to award a contract to the incumbent, for the supply of our diesel fuel requirements over the maximum term of five years at an estimated cost of

It was noted that the funding source for this contract is the respective operational budgets of the three operating companies.

4800.4 It was noted that the contract contains a "termination for convenience" clause. The Chairman asked that consideration be given to this issue after two years.

4800.5 **Framework Agreement for Bus Hire Services**

The board gave its approval for the entry into a four year multi-party Framework Agreement for bus hire services with the 23 companies listed below:

Lot Descriptions	Lot Members
Lot 1 Greater Dublin Area	
Lot 2 Kildare, Laois, Offaly, Tipperary	
Lot 3 Limerick, Clare	
Lot 4 Cork	
Lot 5 Kerry	
Lot 6 Carlow, Waterford, Kilkenny, Wexford, Wicklow	

Lot 7 Meath, Louth, Westmeath, Longford	
Lot 8 Galway, Mayo, Sligo, Leitrim, Roscommon	

It was noted that the estimated spend under this Framework over the four year period is [REDACTED] the funding source for which is primarily the operational budget of the RU.

4800.6 Track Welding Services

The board gave its approval to award a contract to GPX Rail for the supply of track welding services at an estimated cost over the maximum term of [REDACTED] million excluding VAT.

It was noted that:

- [REDACTED]
- The contract will operate for a period of four years with the option of extending for a further year.
- The funding source for this contract will be [REDACTED]

4800.7 Selection and Award Criteria

The memorandum previously circulated was taken as read and noted.

4800.8 Framework Agreement for the Supply of SET Cable

The board gave its approval for the selection and award criteria as presented for the proposed pre-qualification and tender process for the establishment of a Framework Agreement for the supply of SET cable.

It was noted that:

- This Agreement will operate for a period of four years with an option to extend it for a further year.
- The estimated spend under this Agreement is [REDACTED]
- The funding source for this contract will be [REDACTED]

[REDACTED] left the meeting at this time.

4801 ADMINISTRATIVE ITEMS

4801.1 Transactions for Approval, Sealing and Signing

The transactions (9) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (4) for approval and signing at the meeting were approved and signed.

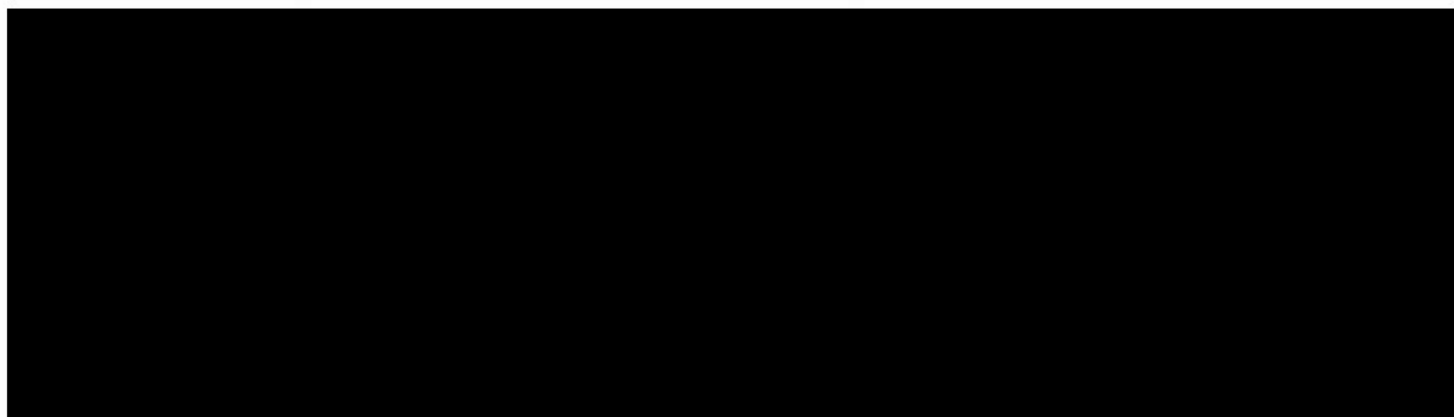
Appendix II

4801.2 Board Remuneration Committee

The memorandum previously circulated was taken as read and noted.

4801.3 The board gave its approval for:

- (a) Terms of Reference for a Board Remuneration Committee and
- (b) The update of the Corporate Governance Manual accordingly.



4802 ITEMS FOR NOTING

4802.1 Report to the Minister

The Report to the Minister following the board meeting on 30th October 2018 previously circulated was taken as read and noted.

4802.2 Advisory Group Minutes

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- Audit and Risk Committee Minutes 22nd October 2018.
- Infrastructure Advisory Group Minutes 19th October 2018.
- Trains Advisory Group Minutes 22nd October 2018.
- Board Safety Committee Minutes 21st August 2018.

4803 ANY OTHER BUSINESS

The Chairman wished everyone a very happy and peaceful Christmas.

4804 DATE AND LOCATION OF NEXT MEETING

Tuesday 17th January 2019 at 9.30am in Portlaoise.

Chairman

Date

17 January 2019

1. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. sewer pipe in the road surface beneath Underbridge UBL7 at 2 miles 1,468 yards, at Ballysimon, Limerick, for a licence period of 40 years, for a licence fee of [REDACTED]
2. Lease in duplicate with [REDACTED] for a premises at Greystones Railway Station, Co. Wicklow, for a term of 5 years, at a rent of [REDACTED] per annum or [REDACTED]
3. Lease in duplicate with [REDACTED] for a term of 15 years, for a rent of [REDACTED] subject to review year 5 and year 10.
4. Guarantee in duplicate with [REDACTED]
5. Agreement in duplicate with [REDACTED] land from them to improve the views at public road Level Crossing XM160 at 121 miles 1,670 yards on the Athlone to Westport Railway Line at Ballyhaunis, Co. Mayo, [REDACTED]
6. Agreement in duplicate and [REDACTED] in order to close Level Crossing XS030 at 64 miles 650 yards on the Dublin to Sligo Railway Line, for a consideration of [REDACTED]
7. Lease in duplicate with [REDACTED] for a retail unit at Carlow Railway Station, for a term of 5 years, subject to Renunciation, for a rent of [REDACTED]
8. Lease in duplicate with [REDACTED] for a rental period of 10 years, at a rent of [REDACTED] per annum or [REDACTED] every 5 years.
9. Lease in duplicate with [REDACTED] for a rental period of 10 years, at a rent of [REDACTED], with a rent review every 5 years, The turnover rent will be [REDACTED]

Company Secretary
Iarnród Éireann
4th December 2018

1. Licence in duplicate with [REDACTED] at Skerries Railway Station, Skerries, Co. Dublin, for a licence period of 2 years, for a licence fee of [REDACTED] annum.
2. Licence in duplicate with [REDACTED] for an area to [REDACTED] at Connolly Station, Dublin 1, for a licence period of 3 years, for a licence fee of [REDACTED].
3. Seating Licence in duplicate with [REDACTED] for a licence period of 10 years, for a licence fee of [REDACTED] per annum.
4. Seating Licence in duplicate with [REDACTED] for a licence period of 10 years, for a licence fee of [REDACTED] per annum.

Company Secretary
Iarnród Éireann
4th December 2018

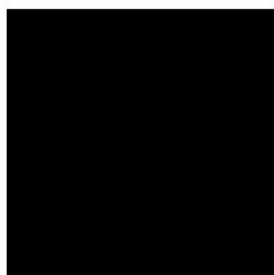
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**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND THIRTIETH
BOARD MEETING HELD ON THURSDAY 17TH JANUARY 2019
AT 8.45 AM IN PORTLAOISE**

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



Chief Financial Officer
Commercial Director
Director Infrastructure Manager
Company Secretary
Acting Chief Operating Officer, CIE
Chief Risk Officer (part)
Chief Executive
Chairman, Strategy Advisory Group
Acting Director Railway Undertaking
Chairman Infrastructure Advisory Group

MIN NO.

4805 PRIVATE SESSION

- 4805.1** The board agreed that it would be useful to have private sessions from time to time. These should be held at the start of board meetings rather than at the end when people are rushing to leave.
- 4805.2** [REDACTED] stated that the company can look forward to a positive time ahead. It has a relatively new Chief Executive in [REDACTED] and a new Director Railway Undertaking, [REDACTED], has been appointed. He will commence in March.
- 4805.3** The Chairman stated that he will not be able to attend the next board meeting in person but will be able to do so by telephone. However, as it would not be practical for him to chair the meeting from afar, [REDACTED] had kindly agreed to chair it instead. It was noted that [REDACTED] will not be able to attend that meeting.
- 4805.4** The Chairman stated that he had a discussion with Directors individually regarding board meetings as part of an internal review of the performance of the board. There followed a general discussion during which it was agreed that the sequence of the agenda should be rotated with strategic items discussed earlier in meetings. Operational matters should be taken as read. There should be occasional deep dives which might warrant meetings being extended for another hour with such meetings having breaks. It was noted that the biggest risk facing the board in the future is the governance of capital projects and this should receive particular focus.
- [REDACTED] joined the meeting at this time.
- 4805.5** The board discussed the composition of Committees and Advisory Groups. The proposed membership of each as outlined in the memorandum previously circulated was accepted.
- 4805.6** The board agreed that the possibility of video and audio conferencing at board meetings should be explored.

■■■■■, ■■■■■, ■■■■■, ■■■■■, ■■■■■, ■■■■■, ■■■■■ and ■■■■■
■■■■■ joined the meeting at this time.

4805.7 The board thanked management for the excellent visit to the Portlaoise Sleeper Plant which had taken place the previous day.

4806 **CONFLICTS OF INTERESTS**

4806.1 No conflicts of interests were declared.

4807 **CHAIRMAN'S COMMENTS**

4807.1 The Chairman advised management on the outcome of the earlier discussion with respect to the format of board meetings.

4807.2 The Chairman stated that 2018 was a year of transition which saw the appointment of a new Chief Executive. Passenger numbers had increased. Safety performance was good. The relationship with the Commissioner for Railway Regulation (CRR) is very good now as it is with the trade unions and with the National Transport Authority (NTA). In addition, clarity has been received with respect to capital funding. Therefore, 2018 was a good year across a range of areas. He expressed the board's appreciation to management for this.

4807.3 The Chairman stated that environment in 2019 will be challenging. The company will have to address how it responds to capacity constraints. It will have to mobilise and operate at full tilt for the major capital expenditure programme that lies ahead while not neglecting the areas of success in 2018. Arrangements (including in the area of governance) must be put in place for this greater level of capital expenditure activity.

4807.4 The Chairman reminded the board of the current controversy with respect to the cost overrun that has been publicised in respect of the planned new Children's Hospital in Dublin. There was a difficult hearing of the Public Accounts Committee. Iarnród Éireann must ensure that it does not find itself in the position of facing similar criticisms in the future. The task of the board and management will be to avoid that.

4807.5 The Chairman advised that the Crossrail Project in the UK has faced similar criticisms. Mr. Stephen Murphy, who works with MTR Crossrail (the train operator once the project is handed over) has been appointed as Chairman of Iarnród Éireann's Strategy Advisory Group. Iarnród Éireann will benefit from his experience.

4808 **ROLE OF THE BOARD IN THE GOVERNANCE OF MAJOR PROJECTS**

4808.1 ■■■■■ gave a comprehensive presentation on the lessons he has learned over the years from his experience on major railway projects. He emphasised the following:

- The need for clarity about the purpose (vision and benefits) of a project.
- The need for appropriate reaction and consequences to negative indicators at Gateway stages of projects such as:
 - System integration,
 - Software readiness and
 - Trial running.
- The need to recognise that if the precursors to interim target dates slip, then project delivery will be delayed.
- The need to communicate upwards to board level any bad news such as delays and cost overruns.
- The need for the right skills set in key roles.
- The need for collaboration between key roles, teams and the supply chain.

4808.2 Matters discussed included the following:

- The need for leadership in the manner in which bad news is received at all levels.
- The need for a contractual/procurement strategy that encourages collaboration with contractors so that right behaviours can be generated.
- The avoidance of optimism bias and the need for a willingness to acknowledge the inevitable and take the consequences.
- While having accurate and timely information is fundamental, it is also important to

recommended.

- List of Principal Risks.
- Poor performance against the key performance indicator (KPI) relating to signals passed at danger (SPADs).

4811.4 Matter discussed included the following:

- The process in respect of ALARP (as low as reasonably practicable) is contained in more detail in the Safety Management Systems (SMS). More detail on how to assess ALARP and how it is embedded in the risk management system is to be provided at the next Board Safety Committee meeting.
- A review is being carried out as to why the recent SPADs have occurred given the previous good performance in this regard.
- Information needs to be provided on how we know that the current KPI for overspeeding is suitable for both low speeds and high speeds. Assurance needs to be provided that there is a sufficient safety margin.
- In response to the query raised at the last board meeting regarding over speeding incidents, [REDACTED] confirmed that two separate incidents had occurred. Details will be provided at the next Board Safety Committee meeting.
- The responsibility of reporting risks by staff at levels in the organisation below the Executive team and their direct reports, are set out in detail at a granular level in the two SMS documents and in each department's SMS. These include escalation procedures. Training is provided.
- The need to ensure that risks such as construction inflation and a shortage of critical skills appear on the risk register.
- The board is advised if tender quotes are greater than the original budget.
- Overall trends which might have a delayed but significant impact on Iarnród Éireann are kept under review by the Executive team. This matter could also be included as part of the half day workshops.
- [REDACTED] was asked to ascertain why the rating for the risk associated with the inability to fund the pension liability had reduced. [REDACTED]

4811.5 **Risk Management Policy incorporating the Risk Management Framework**

The Risk Management Policy incorporating the Risk Management Framework previously circulated was taken as read and noted.

4811.6 It was agreed that the reference to the escalation process beyond Iarnród Éireann (already contained in the Risk Management Framework) should be included in the Risk Management Policy. Subject to the above amendment, the Risk Management Policy incorporating the Risk Management Framework was approved. [REDACTED]

[REDACTED] left the meeting at this time.

4812 **ADMINISTRATIVE ITEMS**

4812.1 **Rolling Agenda**

The Rolling Agenda for 2019 previously circulated was taken as read and noted.

4812.2 It was noted that this document is a work in progress.

4812.3 **Internal Review of the Performance of the Board**

The memorandum on the internal evaluation carried out by the Chairman on the functioning and performance of the Iarnród Éireann board previously circulated was taken as read and noted. Also noted was the proposed membership of the board's Committees and Advisory Groups agreed earlier in the meeting.

4812.4 **Compliance by the Board with its Terms of Reference during 2018**

The memorandum previously circulated was taken as read and noted.

4812.5 **Review of the Board's Terms of Reference**

The memorandum previously circulated was taken as read and noted.

4812.6 The board determined that no changes to its Terms of Reference were necessary at this time.

4812.7

Board Values

The memorandum previously circulated was taken as read and noted.

4812.8

The board felt that this topic merits further attention. [REDACTED] agreed to consider the matter and revert back to the board. [REDACTED]

4813

ANY OTHER BUSINESS

4813.1

[REDACTED] confirmed that many thousands people had applied under the recent recruitment process for driver positions. [REDACTED] asked what the benefit of this is. [REDACTED] replied that this was good news as it demonstrated the high profile of the company. He assured the board that the initial assessment system is an automated system and is not being paid for on a per applicant basis. There is a sliding scale of cost based on the level of applications with an upper limit. Psychometric testing is included and will differentiate between those applicants who have academic qualifications and those who have practical skills.

4813.2

[REDACTED] complimented the hard work of everyone involved in the introduction of the new timetable and services during December 2018. It went very well and helps to address the capacity constraints.

4814

DATE AND LOCATION OF NEXT MEETING

Tuesday 5th February 2019 at 9.30am in Heuston Station.

Chairman

Date

STRICTLY PRIVATE AND CONFIDENTIAL

IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986

IARNRÓD ÉIREANN - IRISH RAIL

MINUTES OF THE THREE HUNDRED AND THIRTYFIRST
BOARD MEETING HELD ON TUESDAY 5TH FEBRUARY 2019
AT 9.30 AM IN HEUSTON STATION

PRESENT:

[REDACTED]	Chairman of the Meeting
[REDACTED]	Chairman (by video)
[REDACTED]	Director
[REDACTED]	Director
[REDACTED]	Director
[REDACTED]	Director
[REDACTED]	Director

IN ATTENDANCE:

[REDACTED]	Chief Financial Officer
[REDACTED]	Commercial Director
[REDACTED]	Director Infrastructure Manager
[REDACTED]	Company Secretary
[REDACTED]	Acting Chief Operating Officer, CIE
[REDACTED]	Group Property Manager, CIE (part)
[REDACTED]	Chief Executive
[REDACTED]	Manager, Operations & New Works (part)
[REDACTED]	Acting Director Railway Undertaking
[REDACTED]	Chief Mechanical Engineer (part)
[REDACTED]	Chairman, Infrastructure Advisory Group
[REDACTED]	Chief Procurement Officer (part)

ABSENT: Apologies were received from [REDACTED]

MIN NO.

4815 CHAIRMAN FOR THE MEETING

4815.1 It was agreed that [REDACTED] would chair the meeting.

4816 CONFLICT OF INTERESTS

4816.1 [REDACTED] stated that she is a member of the CIE 1951 Superannuation Scheme and a Trustee of both that scheme and the CIE Pension Scheme for Regular Wages Staff.

4817 MINUTES

4817.1 The Minutes of the meeting held on 17th January 2019 previously circulated were taken as read and noted. They were signed by the Acting Chairman as a true record of the proceedings.

4817.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4817.3 The following were noted:

Item 541 – [REDACTED] stated that he is due to meet [REDACTED] and [REDACTED] to consider the governance structure for reporting on major capital projects to the board.

Item 545 – [REDACTED] stated that he had met with the Chief Executive of the Institute of Directors who was surprised that there were two different sets of values within Iarnród Éireann: one for the organisation and one for the board itself. She found this to be a unique situation and

felt that there should be absolute congruence and consistency on the matter. She also added that it was good practice to carry out audits on the issue from time to time. Following further discussion it was agreed that [REDACTED] would meet with [REDACTED] to reconfigure and align both sets of values and prepare a document for the board to consider. [REDACTED] **and** [REDACTED]

4818 STRATEGY

[REDACTED], Manager Operations & New Works, joined the meeting at this time.

4818.1 Train Protection System Programme

The memorandum previously circulated was taken as read and noted.

4818.2 [REDACTED] advised that this item had been discussed at the last Infrastructure Advisory Group (IAG) meeting. However, problems with technology hampered [REDACTED]' involvement. He stated that he had discussed the item with her subsequent to the IAG meeting and had incorporated her comments into the memorandum that had been circulated to the board.

4818.3 In presenting the memorandum, [REDACTED] referred to the following:

- Three programme phases:
 - Design development phase,
 - On-board roll-out phase and
 - Trackside roll-out phase.
- Two variations of the programme:
 - No allowance for risk and
 - Minimum allowance for known risks.
- Key constraints common to both programmes:
 - Alstom is not agreeable to accepting the risk for the delivery of the Approval to Place In Service process (APIS) as they do not have sufficient resources.
 - Capacity of the depot at Heuston Station where the on-board fitment takes place.

4818.4 For each of the two aforementioned programmes, [REDACTED] gave further details on the following:

- Additional key programme constraints,
- The design development phase,
- The on-board roll-out phase,
- The trackside roll-out phase,
- Key programme risks and
- Overall duration.

4818.5 [REDACTED] recommended Programme 2 and a target date for delivery of fleet, excluding the "end of life" sets, of September 2025.

4818.6 Matters discussed included the following:

- Danger associated with Programme 1 which would create an unrealistic expectation and a greater likelihood of delays.
- [REDACTED] had confirmed to [REDACTED] by email that she was happy with her conversation with [REDACTED]. She had wanted the risks associated with both programmes to be highlighted to the board.
- Concern about the resources of the Commissioner for Railway Regulation (CRR).
- While they are not being unhelpful, Alstom are emphasising that they are in a saturated market.
- The award of the trackside contract is awaited.
- It will be in the interests of both Alstom and the trackside contractor to work together to accelerate the project.
- Interdependency between the TPS and the re-signalling projects.
- The position of a Scope and Integration Manager is to be created.
- Reasons why the Class 8100s should be replaced before 2027.
- All new rolling stock should be fitted with TPS.

4818.7 DART Expansion Programme Progress Report

The memorandum previously circulated was taken as read and noted.

4818.8 [REDACTED] set out the current status of the [REDACTED] DART Expansion Programme which is part of the Government's National Development Plan (NDP). He referred to the following:

- Funding to commence the recruitment process has been secured.

- Accommodation and seating plans for Inchicore and Heuston are complete.
- Furniture and hardware requirements have been identified and are being procured.
- The National Transport Authority (NTA) has acknowledged that there is a funding shortfall in respect of this programme.
- The NTA has agreed that Iarnród Éireann should proceed with the fleet procurement strategy and the design development up to Railway Order stage and that the implementation strategy be reviewed in the medium term and plans rolled out commensurate with funding availability.
- The NTA has confirmed that fleet is a priority over infrastructure.

4818.9 [REDACTED] then outlined details of the scope, progress and critical issues for each of the following work packages:

- Work Package 1 – Rolling Stock.
- Work Package 2 – City Centre Capacity Enhancements.
- Work Package 3 – Maynooth Line.
- Work Package 4 – Kildare Line.
- Work Package 5 – Northern Line.
- Work Package 6 – Southeast Line Works.

He also outlined the scope and progress of an electrification study and a depot study.

4818.10 Matters discussed included the following:

- Alignment of funding availability with actual funding requirements. The recommendation from the NTA is to go ahead as planned and be ready to implement depending on cash flow availability.
- Emerging concern about the NTA's view that fleet is a priority over infrastructure. This may effect Iarnród Éireann's fleet strategy. The view of the Trains Advisory Group (TAG) is that the fleet strategy must be aligned with the electrification plans.
- Having a mix of fleets, including all new DART vehicles, being capable of self-power (battery bi-mode or diesel bi-mode) will be problematic for procurement, cost and energy consumption reasons.
- A detailed design for electrification roll out is required.
- Iarnród Éireann continues to work with the NTA's advisors, Jacobs. Some of Iarnród Éireann's views have already been taken on board.
- For 2019 the status quo should be maintained and Iarnród Éireann should ensure that its strategy is fully aligned with the NTA's strategy. Further work must be done to address the emerging divergence between Iarnród Éireann and the NTA. In this regard, Iarnród Éireann may have to review what it is doing. Every effort must be made to align both approaches over the next few months.
- ██████████ stated that he would be available to discuss the issue with the NTA if required.

4818.11 DART Expansion – Preliminary Design and Statutory Approval (Phases 2 and 3)

The memorandum previously circulated was taken as read and noted.

4808.12

[REDACTED]

[REDACTED]

February 2019. He noted that Translink is in discussions with the CRR regarding train driver licence applications.

4819.4 **Finance**

██████████ advised of the following:

- The Financial Results for Period 13 2018 indicate a draft net surplus of ██████████ for 2018 compared to a budgeted net surplus of ██████████ i.e. a positive variance of ██████████. These figures are subject to final confirmation from the NTA of funding.
- The positive variance is made up of strong passenger growth (mainly on Intercity) offset by lower net public service obligation (PSO) funding for operational activities (██████████) of which ██████████ will be carried forward for use against 2019 project expenditures.
- Capacity constraints on the DART is now affecting revenue.
- Infrastructure maintenance and renewals expenditure was higher than budget during 2018. However, net capitalisations were lower than budget.
- Cash generation for the year was ██████████ better than budget due mainly to reductions in working capital requirements and lower than planned own funded capital expenditure.
- Given the good result for 2018, particularly in the area of passenger growth, 2019 will have to be reforecast. However, the emerging capacity constraints will have to be taken into account.

4819.5 **Commercial Department**

██████████ outlined the key areas of focus for the Commercial Department. He referred to the following:

- Key priorities for 2019 including:
 - Marketing, sales and revenue management plans to drive revenue and passenger growth in 2019.
 - Co-ordinated communication with customers so as to overcome negative sentiment arising from the more crowded trains.
 - Completion of the Customer First Programme (CFP).
 - Completion of the deployment of Customer Service Officers on Intercity services.
 - Commencement of the implementation of Rosslare Europort and freight strategy plans.
- ██████████
██████████
- Phase 2 of the CFP is 18 months behind plan due mainly to the unsatisfactory quality of booking office and portable device equipment. Many meetings have been held with Cubic in this regards. A pilot booking office machine deployment is about to start in Heuston and Connolly Stations. Full rollout is expected to start in March 2019 taking four weeks to complete.

4819.6 Matters discussed included the following:

- † ██████████
██████████
██████████
- Only one person is working part-time on the CFP now.
 - No cost overrun on the CFP has been incurred by Iarnród Éireann.
 - Even though new projects may seem to take longer to deliver than originally planned, new systems must have the confidence of staff.
 - Progress is being made on the industrial relations issues associated with the CFP.
 - Any media campaign to address customer sentiment must explain why Iarnród Éireann is having capacity problems and what the plans are to address them. Meetings with key influencers in the political arena are taking place. It needs to be explained why services are likely to be more crowded in the short term before there are any improvements.

██████████ left the meeting at this time.

4819.7 **Infrastructure Manager (IM)**

██████████ outlined the key areas of focus for the IM. He referred to the following:

- The current IM multi annual contract (IMMAC) for 2018 is being extended by one year. This will affect the next IMMAC because legislation requires that it must be for a minimum of five years.
- Even though the indications are that MAC funding for 2019 to 2020 will be at a steady state level, a backlog of work has built up due to underfunding totalling approximately ██████████ over the past seven years.

4820 ADVISORY/POLICY

4820.1 Trains Advisory Group (TAG)

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4820.2 The Chairman of the TAG, [REDACTED], advised of the following key areas of focus at its last meeting:

- Passenger Service Strategy
This was considered to be a “planning context” document rather than a plan in its own right.
- Fleet Strategy
Rather than extending the life of the Class 8100 vehicles the company ought to be aspiring to intercity rail cars and full electrification. Separately, the proposed operating speed for new DART vehicles is too high and should be reviewed.

4820.3 Infrastructure Advisory Group (IAG)

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4820.4 The Chairman of the IAG, [REDACTED], advised of the following key areas of focus at its last meeting:

- The IM Department needs to address the aforementioned backlog of maintenance work which has built up in recent years due to underfunding. Priorities will have to be identified.
- Signalling, electrical and telecoms (SET) recruitment of personnel with the necessary expertise for the implementation of the SET strategy is unlikely to be quick enough. SET resources are limited. Salary expectations are high. A plan needs to be developed to address the potential obstacle this issue will have for capital expenditure programmes.

4820.5 Human Resources Advisory Group (HRAG)

The Report from the Chairman of the HRAG previously circulated was taken as read and noted.

4820.6 The Chairman of the HRAG, [REDACTED], advised of the following:

- Proposal to organise an internal trade union conference.
- Consideration is being given to implementing an employee benefits package incorporating an assistance programme.
- The communications agenda needs to contain more than pay matters. It should also refer to other employee benefits.
- The pilot Joint Industrial Council (JIC) has been successful in the engineering area. Four binding decisions have been made. Considerations should now be given to expanding the concept.
- The contract has been signed for the new payroll system. It is expected that the first payroll will have transferred to the new system by the year end.
- A specification is being developed for a full Human Capital Management System. This project will have its own steering group.
- Explanations were provided for the change in ratings for a number of HR risks identified at the last meeting.

4820.7 Property Items

[REDACTED], Group Property Manager, CIÉ, joined the meeting at this time.

4820.8 The three memoranda previously circulated were taken as read and noted.

4820.9 The board noted the following proposals which are to be presented to the CIE Board for approval:

- The grant of a [REDACTED] lease with a Deed of Renunciation for Unit 2 at Heuston Station to Tenderer B at a rent of [REDACTED] or [REDACTED] of gross turnover (net of VAT), whichever is the greater.
- The entry into negotiations with Limerick County Council in respect of a proposed sale of [REDACTED] up to approximately [REDACTED] (if land from the [REDACTED] is included) for the purpose of developing housing.
- The entry into negotiations with Kildare County Council regarding the proposed disposal of [REDACTED].

4820.10 It was proposed by [REDACTED] and seconded by [REDACTED] and resolved:

[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]

[REDACTED] left the meeting at this time.

4821 CAPITAL

[REDACTED], Chief Procurement Officer and [REDACTED], Chief Mechanical Engineer, joined the meeting at this time.

4821.1 Capital Expenditure Proposals

The six memoranda previously circulated were taken as read and noted.

4821.2 Customer First Programme (CFP)

The board gave its approval for expenditure of [REDACTED] inclusive of non-recoverable VAT to complete the CFP.

It was noted that this will align board approvals with the NTA funding of the CFP, thereby bring the total board approved capital expenditure on the CFP to date to [REDACTED] in line with the total NTA multi annual funding since 2013.

4821.3 Rosslare Europort Pavement Renewals – 2019 Programme

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

4821.4 Western Rail Corridor (WRC) between Athenry and Claremorris - Business Case Review

The board gave its approval for expenditure of [REDACTED] to undertake an independent costing and review (Phase 0 of the New Works Project Management Procedures) of the WRC between Athenry and Claremorris for passenger and freight use.

It was noted that this project should be subject to funding from the Department of Transport, Tourism and Sport (DTTAS) as part of the NDP. However, the DTTAS has instructed that it is MAC funded.

4821.5 Cyber Security Programme 2018-2019

The board gave its approval for expenditure of an additional [REDACTED] on the Cyber Security Programme.

It was noted that:

- This increase arises in respect of small variations in the programme.
- This increase brings the total cost of the Cyber Security Programme to [REDACTED]
- The additional expenditure, together with the 2018 underspend and the 2019 original projected spend, is funded by the NTA subject to their approval of Iamród Éireann's implementation plan.

4821.6 Additional Funds for the Inchicore Running Shed Roof

The board gave its approval for further funding of [REDACTED] (including non-recoverable VAT) for the complete replacement of the Inchicore Running Shed roof and the replacement of life expired electrical wiring and switchgear.

It was noted that:

- This additional expenditure is supplementary to the [REDACTED] expenditure already approved in 2018.
- The total cost for the roof project and electrical works is, therefore, [REDACTED] with the works to be completed in 2019.
- Funding for this project will be from own resources.

4821.7 Fuel Slab Works at Limerick Depot

The board gave its approval for expenditure of [REDACTED] to design and construct an upgraded refuelling and servicing facility at Limerick Depot.

It was noted that:

- The upgrade works will include a new drained concrete slab under the fuelling and servicing tracks, additional fuelling and servicing points, overhead canopy, banded storage areas for servicing products and bunding of the existing fuel storage tanks.
- This expenditure will be funded from own resources.

4821.8 **Closeout Report**

The memorandum previously circulated was taken as read and noted.

4821.9 The board gave its approval for the closeout of the Driver Training Simulator project.

4822 **PROCUREMENT**

4822.1 **Procurement Report**

The Procurement Report for Period 13 2018 previously circulated was taken as read and noted.

4822.2 **Contracts**

The four memoranda previously circulated were taken as read and noted.

4822.3 **Transmission Overhauls for the 29000 DMU Fleet**

The board gave its approval for the award of a seven year contract to [REDACTED], without a call for competition, for the overhaul of transmissions systems fitted to the 29000 DMU fleet at an estimated cost of [REDACTED] excluding VAT.

It was noted that:

- The estimated non-recoverable VAT is [REDACTED] giving a total contract value of [REDACTED]
- The basis for proceeding without a call for competition is in line with EU procurement directives. Given that these overhaul services can only be supplied by Voith Turbo (UK) Ltd. in their capacity as the Original Equipment Manufacturer (OEM), they are deemed to fall within Article 50 (c (ii)) of Directive 2014/25/EU.
- The funding source for this contract is the Chief Mechanical Engineering heavy maintenance budget.

4822.4 **Derogations for the Supply of Mechanical Engineering Related Material Requirements.**

The board gave its approval for the continued purchase, under derogation, from the following companies for a five year period:

- Faiveley Transport Birkenhead at an estimated value [REDACTED] for the provision of train pneumatic and braking systems materials and support.
- Faiveley Transport Tamworth at an estimated value [REDACTED] for the provision of train passenger door systems materials and support.
- David Rees at an estimated value [REDACTED] for the provision of train pneumatic and braking system materials and support.
- Knorr Bremse at an estimated value [REDACTED] for the provision of train pneumatic and braking system materials and support.
- Timken Rail Services at an estimated value [REDACTED] for axle bearing requirements for various fleets.
- SKF at an estimated value of [REDACTED] for axle bearing requirements for various fleets.

It was noted that funding will be accommodated within the rolling stock maintenance programme.

4822.5 **Design, Supply and Safety Validation of Trackside TPS**

The board gave its approval for the award of a Framework Agreement to Alstom for the design, supply and safety validation of the trackside equipment required for the implementation of the TPS project at an estimated cost of [REDACTED] excluding VAT and indexation over an eight year period.

It was noted that the funding source for this project is the MAC.

4822.6 **Railway Fencing and Associated Works**

The board gave its approval for the entry into a four year Framework Agreement with the 15 companies outlined below for the provision of fencing works:

[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

It was noted that the estimated value of the Framework Agreement over the four year period is in the order of [REDACTED] excluding VAT.

4822.7 **Selection Criteria**

The memorandum previously circulated was taken as read and noted.

4822.8 **Supply and Installation of Lift and Escalators**

The board gave its approval for the selection criteria as presented to facilitate the establishment of a multi-party Framework Agreement for the supply and installation of lifts and escalators.

It was noted that:

- The estimated value of expenditure under the framework is in the order of [REDACTED] over a five year period.
- The funding source for these tenders is likely to be from capital expenditure.

4922.9 **Selection and Award Criteria**

The memorandum previously circulated was taken as read and noted.

4822.10 **Life and Escalator Maintenance Services**

The board gave its approval for selection and award criteria as presented to facilitate the procurement process for the provision of lift and escalator maintenance services.

It was noted that:

- The estimated value of this contract may exceed [REDACTED] over a five year period.
- Iarnród Éireann is proposing to award a three year contract with an option to extend for up to an additional two years.
- The funding source for this contract is the relevant operational budget.

4822.11 [REDACTED] referred to emergency callouts when lifts break down and delays in response times due to spare parts being in the UK rather than in Ireland. [REDACTED] confirmed that this issue is covered in the award criteria.

4822.12 In response to [REDACTED], [REDACTED] confirmed that the issue of penalties would be covered in the service level agreement. [REDACTED] asked [REDACTED] to ensure that all future contracts include appropriate penalty clauses. [REDACTED]

4822.13 **Award Criteria**

The memorandum previously circulated was taken as read and noted.

4822.14 **Recycling and Waste Disposal Services**

The board gave its approval for the award criteria as presented to facilitate the progression of the procurement process for the recycling and waste disposal services contract.

It was noted that:

- The estimated value of this contract is [REDACTED] over a five year period.
- The funding source for this contract will be the relevant operational budget.

4822.15 **Items for Noting**

The two memoranda previously circulated were taken as read and noted.

- 4822.16 The board noted the following:
- The Framework Agreement contract for Underbridge UBG104(A) on the Galway-Dublin Cycleway has been awarded to [REDACTED] at a cost of [REDACTED] excluding VAT and will be fully funded by Westmeath County Council.
 - Procurement Schedule for 2019.

4823 **ADMINISTRATIVE ITEMS**

4823.1 **Transactions for Approval, Sealing and Signing**

The transactions (6) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transaction for approval and signing at the meeting was approved and signed.

Appendix II

4823.2 **CIE Group Procurement Policy and Procedures**

The memorandum previously circulated was taken as read and noted.

- 4823.3 The board noted the amendments to the CIE Group Procurement Policy and Procedures approved by the CIE Board on 12th December 2018.

4824 **ITEMS FOR NOTING**

4824.1 **Reports to the Minister**

The Reports to the Minister following the board meetings on 4th December 2018 and 17th January 2019 previously circulated were taken as read and noted.

4824.2 **Advisory Group Minutes**

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- Infrastructure Advisory Group Minutes 22nd November 2018.
- Trains Advisory Group Minutes 26th November 2018.
- Human Resources Advisory Group Minutes 16th October 2018.

4824.3 **Rolling Agenda**

The Rolling Agenda for 2019 previously circulated was taken as read and noted.

4825 **ANY OTHER BUSINESS**

- 4825.1 In response to [REDACTED], [REDACTED] agreed to provide the cost of the recent train driver recruitment process. [REDACTED]

4825.2

[REDACTED]
[REDACTED]

4826 **DATE AND LOCATION OF NEXT MEETING**

Tuesday 26th March 2019 at 9.30am in Heuston Station.

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 2 No. ducts containing fibre optic cables in the roadway beneath Overbridge UBLL47 at 0 miles 380 yards on the Loop Line, Townsend Street, Dublin 2, for a licence period of 40 years, for a licence fee of [REDACTED], to be reviewed every 5 years in accordance with the CPI.
2. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 2 ducts containing fibre optic cables in the roadway beneath Underbridge UBLL49 at 0 miles 195 yards on the Loop Line, Pearse Street, Dublin 2, for a licence period of 40 years, for a licence fee of [REDACTED], to be reviewed every 5 years in accordance with the CPI.
3. Lease in duplicate with The Irish Traction Group for a premises, the Goods Store at Carrick on Suir Railway Station, Co. Tipperary, for the storage and restoration of diesel locomotives, for a term of 8 years, for a rent of [REDACTED]
4. Closure Agreement in duplicate with [REDACTED] and [REDACTED] in relation to the closure of Level Crossing XL090 at Bansha, Co. Tipperary at 30 miles 846 yards on the Limerick to Waterford Railway Line, for a consideration of 19,000.
5. Contract in duplicate with the Minister for Transport, Tourism and Sport in relation to the Infrastructure Manager Multi Annual Contract. The authority of the board is now requested to apply the company seal to the document.
6. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 No. foul sewer pipe and 1 No. surface water pipe, in order to serve a new residential development at 18 miles 70 yards on the Dublin to Sligo Railway Line at Branganstown, Co. Kildare, for a licence period of 250 years for a licence fee of [REDACTED]

Company Secretary
Iarnród Éireann
5th February 2019

TRANSACTION FOR APPROVAL AND SIGNING

Crane Licence in duplicate with [REDACTED], to operate a crane, in relation to their Licence for the development of a site at Kent Station, Cork, for a licence period from 1st October, 2018 to 31st March, 2020, for a licence fee of [REDACTED].

Company Secretary
Iarnród Éireann
5th February 2019

STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF C  RAS IOMPAIR   IREANN) ACT, 1986**

IARNR  D   IREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND THIRTYSECOND
BOARD MEETING HELD ON TUESDAY 26TH MARCH 2019
AT 9.30 AM IN HEUSTON STATION**

PRESENT:

██████████	Chairman
██████████	Director
██████████	Director
██████████	Director
██████████	Director
██████████	Director
██████████	Director
██████████	Director

IN ATTENDANCE:

██████████	Chief Financial Officer
██████████	Commercial Director
██████████	Director Infrastructure Manager
██████████	Company Secretary
██████████	Acting Chief Operating Officer, CI��
██████████	Director Railway Undertaking
██████████	Chief Risk Officer (part)
██████████	Chairman, Information Technology Advisory Group (part)
██████████	Chief Executive
██████████	Manager, Operations & New Works (part)
██████████	Chief Executive, CI��
██████████	Chief Procurement Officer (part)

MIN NO.

4827 INTRODUCTION

4827.1 The Chairman thanked ██████████ for chairing the last meeting and stated that the video link worked well.

4827.2 The Chairman welcomed ██████████ to his first meeting as the Director Railway Undertaking (RU). He stated that the board looked forward to working with him. He also thanked ██████████ for acting in the role in the interim.

4827.3 The Chairman welcomed the new CI   Chief Executive, ██████████, to his first Iarnr  d   ireann board meeting. He stated that the board looked forward to working with him also

4828 CONFLICT OF INTERESTS

4828.1 ██████████ stated that she is a member of the CI   1951 Superannuation Scheme and a Trustee of both that scheme and the CI   Pension Scheme for Regular Wages Staff.

4829 MINUTES

4829.1 The Minutes of the meeting held on 5th February 2019 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings subject to the following amendment.

Minute 4817.3

Amend:

“Item 545 – ██████████ stated that he had met with the Chief Executive of the Institute of

Directors...”

to:

“Item 545 – [REDACTED] stated that he had spoken with the Chief Executive of the Institute of Directors...”

4829.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4829.3 The following were noted:

Item 541 – A date has been set for a meeting between [REDACTED] and [REDACTED] during which they are to consider the governance structure for reporting on major capital projects to the board.

Item 546 - [REDACTED] will be doing some work with [REDACTED] Deloitte, on the issue of board values and company values. The effectiveness of the current values will be examined first.

Item 547 – The issue of a business case for the DART Expansion Programme is covered in [REDACTED] report for consideration later in the meeting.

4830 STRATEGY

4830.1 Information Technology Advisory Group (ITAG) and IT Plan

[REDACTED], Chairman, ITAG, joined the meeting at this time.

4830.2 The Report from the Chairman of the ITAG, previously circulated was taken as read and noted.

4830.3 [REDACTED] gave a presentation which covered the following matters:

- The Advisory Group membership, meetings and progress to date.
- Key findings relating to the information and communications technology (ICT) function, the ICT strategy, management of ICT staff and areas where potential benefits lie.
- Suggested list of tasks including the appointment of a Chief Information Officer (CIO), the preparation of an ICT strategy for the company and the documentation of IT systems architecture and structures.

4830.4 Matters discussed included the following:

- The importance of the availability of quality information, such as the number of passengers per direction per hour, for transport planning purposes.
- The potential for development by the use of good quality information.
- Ascertaining what other companies around the world do with good quality passenger information.
- IT personnel need to take the initiative, understand what is available and bring forward suggestions for development without waiting for instruction.
- The development of an ICT strategy is a top priority.
- The need to assess current ICT competency levels.
- IT has a critical role to play in knowledge management.
- The need for IT back-up systems to assist in condition monitoring of assets and determining priorities to address the maintenance backlog.
- The need to harness the potential of ICT systems to support people with disabilities.
- The need to take the experience of people with disabilities into account in the initial design of future developments.
- The company website is to be reviewed by the end of the year. The board asked for details of the outcome of this review which should take into account the full range of disabilities (including cognitive issues) and not just people with impaired vision. [REDACTED]
- The need to dovetail ICT work in Iarnród Éireann with what the CIÉ Group is doing. While Iarnród Éireann should be proactive and develop its own strategy, it must be ensured that there is no duplication and there is full clarity over who is responsible for what.
- There are many priority projects competing for CIÉ resources at present. Iarnród Éireann should define its requirements for CIÉ. If CIÉ cannot meet these requirements, Iarnród Éireann can procure the necessary services elsewhere.
- Liaison is required with the National Transport Authority (NTA) to ensure that common ICT issues are resolved in an integrated way across public transport providers.

[REDACTED] left the meeting at this time.

4830.5 DART Expansion Programme Update
[REDACTED], Manager, Operations & New Works, joined the meeting at this time

4830.6 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

4830.7 [REDACTED]
[REDACTED]
[REDACTED] [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

4830.8 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

4830.9 [REDACTED] [REDACTED]

4830.10 Update Report
The memorandum previously circulated was taken as read and noted.

4830.11 [REDACTED]
[REDACTED]
[REDACTED] [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

4830.12 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

4830.13 In response to [REDACTED] stated that the Chief Mechanical Engineer is having weekly meetings with Jacobs who are the NTA's advisors on fleet strategy. [REDACTED] advised that while the ITT includes the battery option, other decision gates will occur later at which times Iarnród Éireann can decide whether or not to continue to include battery operated EMUs in the

procurement. It will depend on the timing of planning approval and the cash availability of the NTA. [REDACTED]

4830.14 [REDACTED] stated that the NTA is locked into the fact that they have only one cash profile. Therefore, more lobbying for funding for electrification is required. The Chairman suggested that the climate change benefits of electrification should be emphasised. However, the board acknowledged that Brexit may have a negative impact on the NTA's overall funding.

4830.15 In response to the Chairman, [REDACTED] confirmed that Iarnród Éireann is about to award a contract to [REDACTED] to prepare a preliminary business case for the DART Expansion Programme. This proposal will be ready for the board meeting on 25th June 2019. In response to [REDACTED], [REDACTED] advised that Iarnród Éireann wants to submit its comments first before the [REDACTED] study is finalised before its submission to the NTA.

4830.16 The Chairman concluded the discussion by stating that there needs to be realistic prospects of funding from the NTA becoming available. Only then can there be a realistic capital expenditure strategy. Therefore, the spreadsheet of the profile of capital expenditure funding received from the NTA needs to be thoroughly checked.

[REDACTED] left the meeting at this time.

4831 CHIEF EXECUTIVE'S REPORT

4831.1 The Chief Executive's Report previously circulated was taken as read and noted.

4831.2 [REDACTED] presented his report and referred to the following:

- Two signals passed at danger (SPADs) occurred in Period 2 2019. Both incidents are still under investigation.
- Track defects in the form of broken fishplates were identified on the Ballybrophy Line. This highlights the struggle to supply sufficient drivers to the infrastructure maintenance team.
- The level of infrastructure failures causing delays greater than 200 minutes is worse than target and is to be analysed for the Infrastructure Advisory Group (IAG). [REDACTED]
- The Chief Financial Officer is to review key performance indicators (KPIs) trends with [REDACTED]
- The Department of Transport Tourism and Sport (DTTAS) is still working towards a Brexit date of 29th March 2019. However, the UK still have to pass legislation in this regard.

4831.3 Infrastructure Manager (IM)

In response to the Chairman, [REDACTED] confirmed the following:

- An Garda Síochána have clarified the fit out works that they require for the National Train Control Centre (NTCC). These will be incorporated into the tender for the building contract.
- As the Railway Order expires this year, Iarnród Éireann has to act and place a contract for the construction of a 106 space car park and access road at Kishogue Station. Iarnród Éireann has been engaging with the developers whose hands are tied because they are stuck in a Strategic Development Zone (SDZ) and in An Bord Pleanála.
- While Iarnród Éireann is continuing to engage with Waterford City and County Council (WCCC) [REDACTED] regarding the Waterford North Quays development, no work will be carried out until funding is provided for the associated track and signalling works.

4831.4 Commercial Department

[REDACTED] advised of the following:

- All outstanding matters relating to the Customer Front Line Equipment Upgrade Project are to be concluded within the next month. The 15 month delay on this project did not have an impact on the budget. While their equipment is good, the contractor is known for not being able to meet deadlines and always has reasons for any delays. However, Iarnród Éireann is committed to their technology.
- The results of the 2018 Market Research Census are to be provided to the board when available. [REDACTED]

4831.5

Finance

██████████ advised of the following:

- The company generated a surplus of ██████████ during Period 2 2019 which was ██████████ better than budget.
- The positive variance was due to buoyant passenger and ancillary revenue and lower infrastructure capital activity which were partially offset by higher infrastructure maintenance expenditure.
- Cash generated to the end of Period 2 2019 was ██████████ better than forecast due mainly to the positive trading performance and lower working requirements of ██████████.
- The lower working capital requirement was driven mainly by the timing of the trade creditors and accruals and lower fuel stocks.
- The need for better forecasting of cash requirements especially in the RU area.

4831.6

The Chairman advised of a joint Iarnród Éireann / CIÉ Workshop on Transit Oriented Development which took place in February. It was attended by representatives from the Land Development Agency, the NTA, Ireland Strategic Investment Fund (ISIF) and two local authorities. It considered how transit oriented development should take place in the immediate vicinity of railway stations. There was strong support from the local authorities for liaison with the CIÉ Group. This matter is also being considered by the CIÉ Board Strategy Committee.

4832

ADVISORY/POLICY

4832.1

Board Safety Committee (BSC)

The Report from the Chairman of the BSC previously circulated was taken as read and noted.

4832.2

The Chairman of the BSC, ██████████, advised of the following key areas of focus at the last BSC meeting on 14th March 2019:

- Some matters were deferred until the next meeting to allow staff time to deal with the potential impact of Brexit on the Enterprise service.
- Concrete learnings have been identified following the Safety Culture workshop.
- The Safety Policy was reviewed and no changes are recommended.
- Following the safety governance review, it was been decided to carry out deep dives into primary risk areas. The first topic to be trialled will be Bridge scour. Any learnings will be brought forward to the next BSC meeting.
- There has been a long outstanding problem with respect to the conduct of medical examinations for safety critical staff. As this is an IR issue it is being referred to the HR Advisory Group. The CRR is aware of this issue. However, the IR issue will not be an excuse in the event of a safety incident. It was noted that drivers are fully compliant with respect to medicals.
- It would be useful for the train protection system (TPS) risk profile to be made available to the board so that it will see the consequences of the decisions it signs up to. It should chart how the risk profile falls as TPS is rolled out. ██████████

4832.3

The Chairman noted that one of the outcomes of the Safety Culture survey was that some frontline employees doubt management's response to anti-social behaviour concerns. ██████████ stated that this is because not all staff are aware of what is being done in this regard. It was agreed that this needed to be addressed. Management must communicate back to staff what they are doing and engage more with staff on the front line. ██████████

4832.4

Audit and Risk Committee (ARC)

The Report from the Chairman of the ARC previously circulated was taken as read and noted.

4832.5

The Chairman of the ARC, ██████████, advised of the following:

- The main item addressed at the ARC meeting held on 11th March 2019 was the draft Financial Statements for 2018.
- The Auditors had no (rather than two, as per the report previously circulated) issues they wished to raise with the ARC.
- IT still remains a concern but the Auditors confirmed that progress continues to be made with the upgrading of systems.
- CIÉ has been informed by the DTTAS that a Letter of Support will not be issued to CIÉ this year. The ARC are not in position to recommend the 2018 Financial Statements for the

approval of the board without a Letter of Support from CIÉ because Iarnród Éireann relies on CIÉ for its banking facilities. In addition, Iarnród Éireann directors have no view of the finances of CIÉ or the other operating companies. Therefore, Iarnród Éireann would require similar assurance from CIÉ as received in previous years.

4832.6 It was confirmed that a draft Letter of Support from CIÉ has been circulated. It must go before the CIÉ Board Audit and Risk Committee for recommendation to the CIÉ Board. It was noted that the condition with respect to joint and several liability on banking matters is gone.

4832.7 Draft Financial Statements 2018

The draft Financial Statements for 2018 previously circulated were taken as read and noted.

4832.8 [REDACTED] advised that there were no changes in the draft Financial Statements since the Period 13 Management Accounts which were presented to the board at the last meeting except for the following:

- A reduction in public service obligation (PSO) income from the NTA.
- Finalisation of tax figures.

No further changes are expected unless something material arises out of the BT arbitration.

4832.9 The Chairman thanked [REDACTED] and his team for their hard work during the audit and in preparing the draft Financial Statements.

4832.10 It was proposed by [REDACTED] and seconded by [REDACTED] and resolved:

(a) "That the Financial Statements for the year ended 31st December 2018 be approved by the board subject to:

- Receipt of a Letter of Support from CIÉ and
- Layout and minor reclassification changes which may be approved by the Chief Financial Officer and

(b) "That the Chairman of the board and the Chairman of the Board Audit and Risk Committee be authorised to sign the Financial Statements on the board's behalf."

4832.11 It was noted that the Annual General Meeting (AGM) of the company is planned to take place on 3rd April 2019 after the Financial Statements have been signed.

4832.12 Draft Chief Executive's Comprehensive Report to the Chairman in respect of 2018

The draft Chief Executive's Comprehensive Report to the Chairman in respect of 2018 previously circulated was taken as read and noted.

4832.13 A number of amendments were suggested and subject to these it was agreed that the Chief Executive should sign and issue the report to the Chairman.

4832.14 The Chairman asked that the ARC review any legal disputes to ensure that the company does not fight cases that it is not likely to win. [REDACTED] was asked to ensure that this matter is included on the ARC's agenda. [REDACTED]

4832.15 Quarterly Risk Report

[REDACTED], Chief Risk Officer, joined the meeting at this time.

4832.16 The Quarterly Risk Report as at March 2019 previously circulated was taken as read and noted.

4832.17 [REDACTED] advised that since the last report was prepared a number of separate risks have been combined into a new Risk 501 entitled "Safety Incident as a result of Human Factors". This risk has been categorised as moderate principal risk.

4832.18 In response to [REDACTED], [REDACTED] advised that any risks that are closed are removed from the register. Therefore, such improvements are not visible. Progress with other risks depends on their review dates.

4832.19 The Chairman noted that [REDACTED] will be reviewing all RU Risks with a fresh pair of eyes. [REDACTED]

4832.20 [REDACTED] confirmed that the Quarterly Risk Report was reviewed by the ARC.

4832.21 In response to the Chairman, █████ confirmed that the interface on risk management issues between Iarnród Éireann and CIÉ is going well.

█████ left the meeting at this time.

4833 CAPITAL

█████ returned to the meeting at this time.

4833.1 Capital Expenditure Proposals

The four memoranda previously circulated were taken as read and noted.

4833.2 Cork Re-Signalling Project

The board gave its approval for expenditure of █████ to replace the life expired signalling system in Cork Station subject to funding from Revenue refunded VAT monies held by CIÉ. It was noted that:

- This will bring the total board authorised approval for this project to █████ and
- The total for all the Iarnród Éireann VAT refunded projects remains at the █████ agreed level.

4833.3 Train Protection System (TPS) - Development and Rollout Phase 2019

The board gave its approval for the 2019 funding allocation for the TPS to the sum of █████ for the design phase (Project Management Procedure – Phase 4).

It was noted that:

- This brings the total approvals on this project to date to █████
- The total budget for the project is currently estimated at █████
- Funding is provided for this project under the multi-annual contract (MAC).

4833.4 It was confirmed that while █████ will be involved in the trackside design development, Iarnród Éireann would be supervising the project.

4833.5 Car Park Expansion at Maynooth Station

The board gave its approval for expenditure of █████ (of which █████ is ineligible for NTA Funding) for the construction stage of an extension to the south side car park at Maynooth Station including an accessibility upgrade of the down side pedestrian ramp (Phases 5 and 6 of the New Works Projects Management Procedures).

It was noted that this project is funded by the NTA.

4833.6 In discussing this proposal, the board noted that the unit cost of each car parking space would be very high. However, there is a significant demand for car parking spaces. It was felt that the issue highlights the need for a long term strategy with respect to car parking and park and ride facilities. The board asked for a study to be carried out in this regard. █████

4833.7 Connolly Vaults Redevelopment – Planning and Design

The board gave its approval for expenditure of █████ to progress concept design, option selection, site investigation, planning, detailed design and tender action (Phases 1 to 4 of the New Works Project Management Procedures) for the redevelopment of the Vaults premises at Connolly Station █████.

It was noted that this project is to be funded from within Iarnród Éireann's own resources.

4834 PROCUREMENT

4834 █████, Chief Procurement Officer, joined the meeting at this time.

4834.1 Procurement Report

The Procurement Report for Period 2 2019 previously circulated, was taken as read and noted.

4834.2 The Chairman noted that the recent National Childrens' Hospital controversy has focused attention on contracting strategies. State Bodies are looking at approaches to evaluating quotes such that tenderers are not driven to offering lowest cost quotes which subsequently lead to claims. [REDACTED] stated that a two stage process is adopted by Iarnród Éireann. This includes a prequalification step. It ensures that only those capable of providing the goods/services qualify. They are evaluated based on a qualitative tender submission. Their tender must reach a minimum acceptable score. Therefore, if a tender is at the lowest price but has not reached the minimum acceptable score, it will not be accepted. [REDACTED] confirmed that other alternative approaches to procurement are being examined.

4834.3 Contracts

The four memoranda previously circulated were taken as read and noted.

4834.4 Labour Hire Services Framework

The board gave its approval for the entry into a four year multi-party Framework Agreement for labour hire services with the companies outlined below:

	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]
	[REDACTED]

It was noted:

- That the estimated spend under this framework over the four year period will be in the order of [REDACTED]
- The funding source for this expenditure will be the MAC and individually approved capital projects.

4834.5 It was confirmed that the Drugs and Alcohol regime is followed up with each contractor.

4834.6 Traction Motor Overhaul

The board gave its approval to award the following contracts to:

- Associated Rewinds (Ireland) Ltd. for Lot 1 – The overhaul of the traction motors for the 201 fleet at an estimated annual cost of [REDACTED]
- Green Net Exports Ltd. for Lot 2 – The overhaul of the traction motors for the 071, 8100 and 8500 fleets at an estimated annual cost of [REDACTED]

It was noted that:

- The proposed duration of the contracts will be for an initial period of five years with an option to extend the term by a further two years giving a maximum contract duration of seven years.
- The total estimated spend over the two contracts for the maximum term is in the order of [REDACTED]
- The funding source for these contracts is the Chief Mechanical Engineering Heavy Maintenance Budget.

4834.7 Framework Agreement for the Painting of Bridges

The board gave its approval for the entry into a Framework Agreement with the companies listed below for the provision of railway bridge painting works:

	[REDACTED]
	[REDACTED]
	[REDACTED]

It was noted that:

- This Framework Agreement will operate for a period of four years.
- The estimated value of the Framework Agreement over the proposed four year period is in

the order of [REDACTED] excluding VAT.

4834.8 Supply of Siemens PLC Signalling Equipment

The board gave its approval for the award of a contract to [REDACTED] without a call for competition, for the continued supply of [REDACTED] signalling equipment.

It was noted that:

- The aggregated cost under derogation since January 2013 has reached [REDACTED] with a further [REDACTED] expected until December 2021.
- The basis of proceeding without a call for competition is in line with EU Procurement Directives, given that the services or supplies can only be supplied by a particular economic operator due to "competition absent for technical reasons" (Article 50(c)(ii) of Directive 2014/25/EU)
- The funding source for the ongoing maintenance and repairs will be the MAC while requirements for resigalling projects will be subject to funding approval.

4834.9 Selection Criteria

The eight memoranda previously circulated were taken as read and noted.

4834.10 Supply of Electrical Multiple Units (EMUs) and / or Bi-Mode EMUs

The board gave its approval for the selection criteria as presented but to adapt them to a two lot basis as follows:

Lot 1 – Provision of EMUs only and

Lot 2 – Provision of EMUs and bi-modal fleet, with the bi-modal to be by either battery or diesel.

It was noted that the PQQ will make it clear that tenders will only issue for one Lot and that this decision would be made at a later stage.

4834.11 The board asked for assurance that this ITT would not narrow the procurement market. However, [REDACTED] advised that the response to the PQQ will be the only true assessment of market appetite rather than assurance by anyone else.

4834.12 Provision of Project Management and Design Consultancy and Related Professional Services

The board gave its approval for the selection criteria as presented (subject to amending the requirement for applicants to provide two examples of relevant contracts completed over the last seven years to five years) to be used in the establishment of a Framework Agreement for the for the supply of signalling, electrification and telecoms project management and design consultancy and related professional services.

It was noted that:

- This Agreement will operate for the period of five years with an option to extend up to a further three years.
- The estimated spend under this agreement is [REDACTED] excluding VAT.
- The funding source for this contract will be both the MAC and authorised capital projects.
- This will provide additional expert support to the Signalling, Electrical and Telecoms (SET) Department allowing for increased delivery capacity and supply chain partnering as set out in the SET Strategic Business Plan 2018-2023.

4834.13 DART Expansion – Kildare Line Consultancy Services (Work Package 4)

The board gave its approval for the selection criteria as presented for the procurement of consultancy services to:

- Prepare the design,
 - Undertake the environmental impact assessment,
 - Manage the Railway Order process,
 - Tender preparation and evaluation and
 - Option to be included for design support during the construction phase,
- for the Kildare Line, Work Package 4 (WP4), of the DART Expansion Programme.

It was noted that:

- This contract will operate for a period of approximately two years and for an additional three years if the option of extending for the design support is exercised.
- The estimated spend under this contract for the potential full term is [REDACTED] including VAT.
- The funding source for this contract will be the NTA as part of the National Development Plan Programme (NDP).

4834.14 In response to the Chairman [REDACTED] stated that the onus and responsibility will be on the

consultant to prepare the Railway Order. However, in reality Iarnród Éireann will oversee this process. Iarnród Éireann will present the proposed Railway Order at the Public Inquiry, supported by the consultants. The consultants will lead the technical reports and supply of information.

■■■■■ left the meeting at this time.

4834.15 Rail Mounted Crane

The board gave its approval for the selection criteria as presented for the proposed prequalification process for the purchase of a rail mounted crane.

It was noted that:

- The estimated value of this contract is ■■■■■ excluding VAT and
- The funding source for this contract is the MAC.

4834.16 On-Track Ballast Regulator

The board gave its approval for the selection criteria as presented for the proposed prequalification process for the purchase of an on-track ballast regulator.

It was noted that:

- The estimated value of this contract is ■■■■■ excluding VAT and
- The funding source for this contract is the MAC.

4834.17 Under Sleeper Pads

The board gave its approval for the selection criteria as presented for the proposed prequalification process for the purchase of under sleeper pads.

It was noted that:

- The term of the contract will be five years,
- The estimated value of this contract is ■■■■■ excluding VAT which would cover approximately 100,000 sleepers (40 track miles).
- The funding source for this contract is the MAC.

4834.18 On Board Catering

The board gave its approval for the selection criteria as presented to shortlist suitable candidates for the provision of on board catering services for Republic of Ireland services.

It was noted that:

- The initial period for this contract will be three years with an option to extend for an additional period of up to two years at Iarnród Éireann's discretion.
- It is anticipated that the total spend for a period of five years will be in the region of ■■■■■

4834.19 In response to the board, ■■■■■ confirmed that this is an opportunity to look at the quality of the on board catering services that are being provided. This will be covered in the specification. Environmental issues will also be covered.

4834.20 Replacement of Transmission Equipment

The board gave its approval for the selection criteria as presented to facilitate the procurement of replacement voice, video and data transmission technology used to support train movements to new Internet Protocol (IP) based technology including associated design and maintenance support services.

It was noted that:

- The total estimated cost is ■■■■■ excluding VAT based on:
 - ■■■■■ for the supply, installation, commissioning and maintenance of the new equipment over a period of approximately six years from 2020 to 2026.
 - ■■■■■ to cover an eight year maintenance support services period commencing 2026-2034.
- The primary funding source for this contract will be the National Train Control Centre (NTCC) Project with further funding from the MAC.

4834.21 Award Criteria

The two memoranda previously circulated were taken as read and noted.

4834.22 National Traffic Control Centre (NTCC) – Building Construction

The board gave its approval for the award criteria as presented to facilitate the procurement of

the contractor for the NTCC Building.

It was noted that:

- The design is currently being updated to incorporate third party requirements previously excluded from the Iarnród Éireann scope as requested by the NTA.
- This design revision has increased the expected spend under this contract from [REDACTED] to [REDACTED] excluding VAT.
- The funding source for this contract will be the NTA.

4834.23 Maynooth Line (WP3) and City Centre Enhancement (WP2) Consultancy Services

The board gave its approval for the award criteria as presented for the procurement of consultancy services to:

- Prepare the design,
- Undertake the environmental impact assessment,
- Manage the Railway Order process,
- Tender preparation and evaluation and
- Option to be included for design support during the contraction stage,

for the Maynooth Line (WP3) and City Centre Enhancement (WP2) of the DART Expansion Programme.

It was noted that:

- This contract will operate for a period of approximately two years and for an additional three years if the option of extending for the design support is exercised.
- The estimated spend under this contract for the potential full term is [REDACTED] including VAT.
- The funding source for this contract will be the NTA as part of the NDP.

4834.24 List of Derogations during 2018

The memorandum previously circulated was taken as read and noted.

4834.25 Procurement Schedule for 2019

The memorandum previously circulated was taken as read and noted.

4834.26 [REDACTED] confirmed that four people will be joining the Procurement Department over the next four weeks.

[REDACTED] and [REDACTED] left the meeting at this time.

4835 **ADMINISTRATIVE ITEMS**

4835.1 Transactions for Approval, Sealing and Signing

The transactions (5) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (3) for approval and signing at the meeting were approved and signed.

Appendix II

4835.2 Corporate Governance Updates

The memorandum previously circulated was taken as read and noted.

4835.3

The board:

- (a) Gave its approval for the revised Schedule of Matters Reserved for Iarnród Éireann Board Decision as presented,
- (b) Noted the changes to the Code of Conduct for Board Members and Directors,
- (c) Noted the changes to the Code of Conduct for Employees and
- (d) Gave its approval for the update of the Directors' and Corporate Governance Manuals accordingly.

4835.4

The board asked that the revised Code of Conduct for Board Members and Directors be issued to consultants, particularly those who are members of Board Committees and Advisory Groups.

4835.5 Amendment to the Authorised Signatories for Bank of Ireland

The memorandum previously circulated was taken as read and noted.

4835.6

The board gave its approval for:

- (a) The deletion of the name of [REDACTED] from the list of authorised signatories for Bank of Ireland No. 1 Account (including supplementary accounts).
- (b) The deletion of the name of [REDACTED] from the list of authorised signatories for Wages Drawing No. 1 Account (including supplementary accounts) and
- (c) That this authorisation take affect from 19th March 2019.

4835.7 Health and Safety Policy

The memorandum previously circulated was taken as read and noted.

4835.8 The board agreed that no amendments were required to the Health and Safety Policy at this time.

4836 ITEMS FOR NOTING

4836.1 Report to the Minister

The Report to the Minister following the board meeting on 5th February 2019 previously circulated was taken as read and noted.

4836.2 Committee/Advisory Group Minutes

The Minutes of the following Committee and Advisory Group meetings previously circulated were taken as read and noted:

- Audit and Risk Committee Minutes 26th November 2018
- Board Safety Committee Minutes 27th November 2018.
- Information Technology Advisory Group Minutes 14th January 2019.
- Strategy Advisory Group Minutes 4th December 2018.

4836.3 Rolling Agenda

The up to date Rolling Agenda for 2019 previously circulated was taken as read and noted.

4837 ANY OTHER BUSINESS

4837.1 The board asked for the board papers to be issued earlier if possible.

4837.2 It was suggested that sandwiches be provided at the end of board meetings. This would allow directors to network with management.

4837.3 It was suggested that stakeholders should be invited to some board meetings.

4838 DATE AND LOCATION OF NEXT MEETING

Tuesday 28th May 2019 at 9.30am in Heuston Station.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SEALING

1. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], (a ward of court acting by [REDACTED] the Committee of his Estate) in relation to the closure of [REDACTED] on the Mullingar to Sligo Railway Line, for a consideration of [REDACTED]
2. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], to purchase 2.25 acres of land and her agreement to the closure of [REDACTED] on the Limerick to Waterford Railway Line, for a total consideration of [REDACTED]
3. Licence in duplicate with the Health Services and Staff Credit Union Ltd., for part of the Valeting Plant at Connolly Station, Dublin 1, for a licence period from 1st October, 2018 until 28th February, 2019, for a licence fee of [REDACTED].
4. Licence in duplicate with St. Laurence O'Toole Diocesan Trust, relating to part of the Car Park adjoining Our Lady Mother of Divine Grace Church Car Park, Howth Road, Raheny, Dublin, to be used as a temporary construction compound, for a licence period from 16th March, 2018 until 31st December, 2020, for a licence fee as follows:
[REDACTED] from 16th March, 2018 – 31st December, 2018.
[REDACTED] per annum for years 2019 and 2020.
5. Deed of Renunciation with St. Laurence O'Toole Diocesan Trust, relating to part of the Car Park adjoining Our Lady Mother of Divine Grace Church Car Park, Howth Road, Raheny, Dublin, whereby Iarnród Éireann and CIÉ renounce any entitlement which may be acquired under the provisions of Landlord and Tenant Acts.

Company Secretary
Iarnród Éireann
26th March 2019

TRANSACTION FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED], for a mobile kiosk at [REDACTED] Station, Co. Dublin, for a licence period of [REDACTED] years, for a licence fee of [REDACTED] per annum.
2. Licence in duplicate with [REDACTED] Ltd., allowing them erect a crane alongside the railway at [REDACTED] on the Ballybrophy to Killonan Junction Branch, for a term of 12 months for a licence fee of [REDACTED] per annum.
3. Licence in duplicate with [REDACTED], to allow for scaffolding to be placed near Bray Railway Station, for a licence period of 10 weeks, for a licence fee [REDACTED].

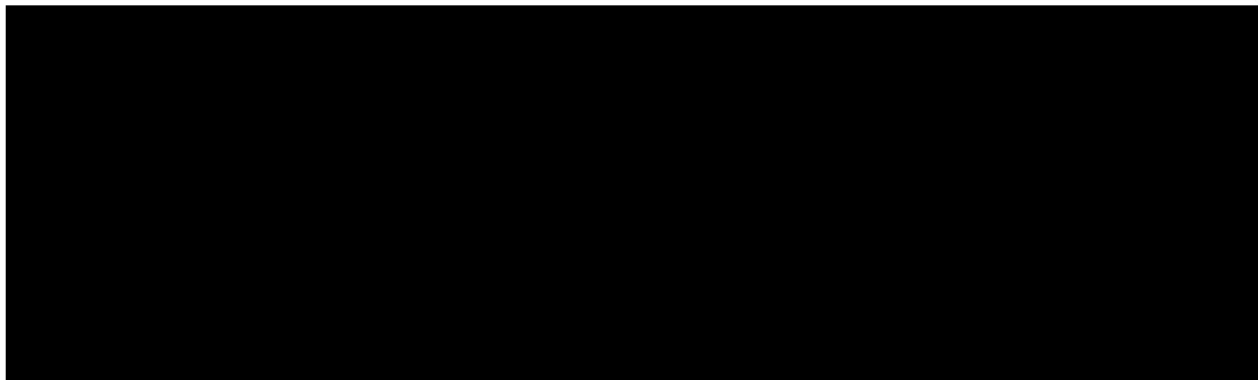
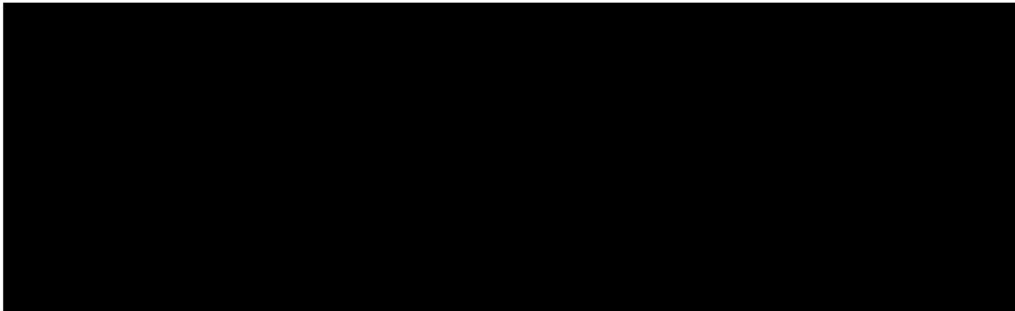
Company Secretary
Iarnród Éireann
26th March 2019

STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND THIRTYTHIRD
BOARD MEETING HELD ON TUESDAY 28TH MAY 2019
AT 9.30 AM IN HEUSTON STATION**



MIN NO.

4839 PRIVATE SESSION

4839.1 The Board discussed concerns about procurement being reported as delaying work in relation to Safety and Engineering advice for Rosslare Europort. Board members discussed the adequacy of KPIs and who sets them. Questions were asked about the adequacy of contractual requirements for maintenance and repair of lifts at stations.

■■■■■ joined the meeting during the private session.

Management joined the meeting at this time.

4840 INTRODUCTION

4840.1 The Chairman welcomed ■■■■■ to her first board meeting and stated that it had been a long time since the board had a full complement of directors. It was noted that ■■■■■ had been appointed to the board on 5th April 2019 for a period of three years.

4841 CONFLICT OF INTERESTS

4841.1 ■■■■■ stated that she is a member of the CIE 1951 Superannuation Scheme and a Trustee of both that scheme and the CIE Pension Scheme for Regular Wages Staff.

4842 CHAIRMAN'S COMMENTS

4842.1 The Chairman stated that he had joined the recent Cycle against Suicide event which was

supported by Iarnród Éireann. He stated that it was a great initiative and that he would encourage others to fully support it also.

4843 MINUTES

4843.1 The Minutes of the meeting held on 26th March 2019 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings.

4843.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4843.3 Item 547

The Chairman stated that he had a concern about the company's business case approach. He was concerned that the company is taking a minimalist approach e.g. Preliminary Appraisal Reports should go beyond just being compliance with the Stage 1 requirements of the Common Appraisal Framework for Transport Projects and Programmes. The company is competing for funding under the National Development Plan (NDP) with others who are presenting business cases that make compelling arguments for their investments. Therefore, Iarnród Éireann needs to argue its case more vigorously rather than taking an approach that merely meets governance requirements.

4843.4 The Chairman then went on to advise management of the issues which had been raised during the private session relating to:

- Procurement delays despite board reports showing good procurement compliance KPIs.
- The need to bring various plans and strands together in a coherent way and tie them into the company's strategy.
- The need to review the adequacy of response times to repairing lifts at train stations and whether their reliability meets customers' expectations.

4843.5 [REDACTED] advised of the following:

- Measures being taken to address the staff resource issue in the Procurement Department. This should address the turnaround time which has been lengthening. A KPI for this matter will be contained in future board reports.
- Management had deliberately kept the Five Year Plan and the 75X25 Plan separate until clarity on funding is received. The Five Year Plan is based on what the company believes it can deliver based on confirmed funding. The Chairman noted that the level of funding will depend on how well the company argues for it.

4844 STRATEGY

4841.1 Anti-Social Behaviour

[REDACTED], An Garda Síochána, joined the meeting at this time.

4844.2 The memorandum previously circulated was taken as read and noted.

4844.3 [REDACTED] referred to the following:

- Statistics on anti-social behaviour incidents across the Iarnród Éireann network.
- Location trends.
- Past and anticipated expenditure to address anti-social behaviour and how this is spent.
- Plans for the future e.g. enhancement of CCTV coverage, alert systems, increased liaison with the Gardaí (protocols for major events and for responding to self harm incidents, emergency incident plans etc.).

4844.4 The Chairman welcomed [REDACTED] and asked for his views on the following:

- How Iarnród Éireann is doing given the level of its expenditure on addressing anti-social behaviour,
- Transport Police and
- Mobility for major events.

4844.5 [REDACTED] stated that Iarnród Éireann is doing well. Its plans will improve security. It has a good working relationship with An Garda Síochána and both are working to improve this. He then referred to the following:

- Garda response times.

- Feedback and follow-up after events such as assaults.
- Transport Safety Forum (and the need for confidentiality to be respected).
- Garda district boundaries.
- The need for greater visibility at hotspots and the role of Community Gardaí to target these areas.
- The sharing of intelligence e.g. movement of drugs.
- The availability of crime prevention advice, particularly in the area of environmental design (lights and cameras).
- The availability of Gardaí to meet with Iarnród Éireann staff e.g. at training days.
- The importance of Iarnród Éireann's meetings with Local Authorities on event planning matters e.g. licence conditions for concerts.
- The emphasis on diversity in the new Community Policing Framework which covers such matters as hate crime definition and assault reduction strategy.
- Rail Safety Advisory Council.
- Liaison with other organisations such as retailers and the Public Vintners Association to prepare for such occasions as Leaving Cert results night.
- The need to educate Gardaí on the impact of incidents on Iarnród Éireann's business and staff. An Garda Síochána would welcome short videos from Iarnród Éireann demonstrating this. These could be used during Garda training.
- Emergency incident protocols.
- Possible joint training at the Garda College on such matters as how to preserve evidence etc.
- Ongoing liaison between the Gardaí and Iarnród Éireann personnel.

4844.6 In response to [REDACTED] stated that there were no plans for Transport Police within An Garda Síochána. However, if the Minister chooses to establish same, this would not pose a problem for the Gardaí. He added that even though the Gardaí are unarmed, increased visibility, increased community policing and increased liaison would all have a positive impact.

4844.7 In response to [REDACTED] stated that he did not know how many of the prosecutions for assault had been successful but could find out. He could also find out the status of outstanding cases and ascertain if he could assist in progressing them. However, he added that many victims are not willing to bring cases forward to court even though reassurance is given that victims are rarely intimidated afterwards.

4844.8 In response to [REDACTED] stated that it is the Chief Superintendents of divisions and Superintendents of districts who decide the allocation of resources. This is based on the analysis of data relating to crime levels, hotspots, the number of telephone calls, the outcome of Community Gardaí meetings etc. He emphasised the importance of reporting incidents as this gives the Gardaí a better indication of criminal activity. He also referred to the importance of liaising with other transport providers after incidents such as at the Transport Safety Forum.

4844.9 [REDACTED] welcomed the idea of the Gardaí talking directly to staff at training sessions. He asked for [REDACTED]'s view on the idea of staff working on their own. However, [REDACTED] stated that he could not comment on company policy. He added that members of An Garda Síochána operate both in pairs and on their own. They too get assaulted. He stressed the importance of good training, getting to know your environment and being alert to risks.

4844.10 [REDACTED] concluded by stating that there is a lot of good day-to-day interaction between the Gardaí and Iarnród Éireann personnel. The aim now is to move to the next level and this will involve better communications and the education of staff. He also added that consideration is being given to recruiting in-house expertise.

[REDACTED] left the meeting at this time.

4844.11 **DART Expansion Programme**
[REDACTED], Manager, Operations & New Works joined the meeting at this time.

4844.12 DART Expansion Progress Report
The memorandum previously circulated was taken as read and noted.

4844.13 In response to the Chairman, [REDACTED] confirmed that a draft business case would be presented at the next board meeting. The Chairman asked for a copy of it in advance so that he could provide comments. He stated that it should be a comprehensive case which goes further than just meeting minimal requirements. It must be borne in mind that Iarnród Éireann has to

compete with others who are presenting excellent business cases for NDP funding.

4844.14 Other matters discussed included the following:

- The recruitment of a Scope and Integration Manager.
- Short term fleet strategy.
- Issues with Mitsui, the sole supplier of intermediate railcars who are having problems with their sub-contractors.

4844.15 Electrification Strategy

The memorandum previously circulated was taken as read and noted.

4844.16 ██████████ stated that the findings of the recent Electrification Assessment Report for DART expansion were a logical outcome. The Chairman of the Infrastructure Advisory Group (IAG), ██████████, agreed stating that the IAG supported this.

4844.17 DART Expansion Delivery Roll Out

The memorandum previously circulated was taken as read and noted.

4844.18 ██████████ advised that the National Transport Authority (NTA) gave details of the cash flow that would be available for DART expansion up to 2027. However, this will not result in the delivery of the DART Expansion Programme as envisaged because the total funding available is less than required and that funding is end loaded. Therefore, two options have to be considered:

- Let the fleet delivery dictate the roll out of DART expansion in accordance with the NDP or
- Delay fleet delivery for 12 months.

Within each option two scenarios were also considered as follows:

- Procurement of electrical multiple units (EMUs) only and
- Procurement of bi-mode (battery) EMUs (BEMUs) and EMUs.

The main conclusions are:

- A funding deficit on the DART Expansion Programme should be recognised (known since the NDP was announced),
- DART expansion including electrification of the Maynooth Line will not be completed by 2027 as originally envisaged; and
- The cash flow and funding will be at further risk with the passage of time.

4844.19 ██████████ then went on to explain the procurement options further and recommended that Iarnród Éireann seek the funding profile for delivering EMUs only but that the risk and available funding levels be reassessed prior to ordering fleet.

4844.20 Matters discussed included the following:

- The implications for the financial sustainability of the project, given that the cost is likely to increase further, the more that funding is delayed.
- The need for additional rolling stock gets more critical every day as passenger demand increases.
- Following an exercise carried out by the Chief Mechanical Engineer (CME), ██████████, on the availability of competent suppliers, it was demonstrated that there were sufficient suppliers in the market to supply EMUs and BEMUs. Therefore, Iarnród Éireann put a Notice in the OJEC for EMU/BEMU. ██████████ stated that following discussions and correspondence he was now satisfied that by including the hybrid option Iarnród Éireann would not be excluding any potential suppliers.
- For many of the suppliers, BEMUs have only been in service, or trial mode for the last year. The associated technical risk will need to be considered as part of the procurement process.
- Capital cost of hybrids, whose battery capability would become redundant after a relatively short period.
- Whether pursuing a tender for both options would be deferring the argument (for EMUs only) with the NTA or strengthen Iarnród Éireann's argument.
- The fundamental issue is funding availability for the project.
- Whether the "green wave" indicated by the recent Local and European election will result in funding profile changes / increases in the years to come.

- The information that will emerge during the procurement process will allow for a more firm discussion with the NTA.
- Whether additional Intercity rail cars should be ordered now knowing that they can be deployed across the network at a later stage.
- There may be an increasing divergence between announcements about public transport investment and the funding that is realistically available. Investment in public transport in Cork is one example.
- Delaying major funding decisions to solve short term cash flow problems will result in Iarnród Éireann incurring additional maintenance costs in the short term.

4844.21 The Chairman concluded by stating that the information provided by bidders during the procurement process will inform future decisions. However, there is a high risk that sufficient funding will not be available when it is needed. Therefore, business cases that meet minimum compliance requirements will not be sufficient in this environment. Iarnród Éireann needs to do a lot more to compete for any funding that does become available.

4844.22 Regional Strategic Rail Developments
The memorandum previously circulated was taken as read and noted.

4844.23 Matters discussed included the following:

- Developments in Galway
Plans drawn up with Galway County Council and the NTA include provision for a transport hub. As the station is being squeezed in between two commercial developments there is scope for better integration.
- Car Park Strategy.
The car park strategy includes provision for bicycles.
- Cork Metropolitan Area
A draft transport strategy was published for the Cork metropolitan area recently by the NTA. However, it appears that there is limited funding available in the NDP. The analysis in the draft strategy is based on estimates for capacity of different modes that seriously underestimates the capacity of heavy rail. Similarly, there is opportunity to increase capacity on the Midleton Line, within Iarnród Éireann's footprint and serving areas where population growth is planned. Iarnród Éireann needs to submit a detailed response to the NTA's draft strategy, outlining these issues. [REDACTED]
- Accessibility
Plans in this area require more detail. It must be ensured that in an environment of tight funding, this issue does not fall off the list of priorities.

[REDACTED] left the meeting at this time.

4844.24 Rosslare Europort Strategic Plan
The memorandum previously circulated was taken as read and noted.

4844.25 The Chairman stated that he was not happy with some of the content of this memorandum. He noted that many stakeholders, particularly those in the south east, are unhappy with Iarnród Éireann's stewardship of Rosslare Europort. Following the development of a strategic plan for the port in conjunction with EY, a commitment to [REDACTED] had been given and advised to the Wexford Chief Executive, who expressed scepticism about Iarnród Éireann's delivery. It was noted by the board at the time that more expertise was required as well as a comprehensive business case. However, six months later progress is unsatisfactory.

4844.26 [REDACTED] acknowledged that while Iarnród Éireann had not moved as quickly as required, the company was fully committed to the strategic plan. He stated that an infrastructure masterplan is needed. A person (originally from Stena Line) with commercial expertise has now been recruited. While a business case has not yet been prepared there are investments plans for the [REDACTED]. This involves an initial investment of [REDACTED] and an additional investment of [REDACTED] for joining Berths 3 and 4. This second element requires design work to be carried out if the business comes. [REDACTED] confirmed that he would review the strategy with the team and identify if timelines can be improved.

4844.27 [REDACTED] confirmed that the Five Year Plan provides for expenditure in Rosslare Europort of [REDACTED]. An [REDACTED] would be required to join Berths 3 and 4 and to carry out other work on the double linkspan etc. provided an additional customer is obtained. Therefore, the Five Year Plan is frontloaded to give immediate effect to the EY strategic plan.

- 4844.28 The Chairman reiterated that others do not think that Iarnród Éireann are running Rosslare Europort on a sufficiently commercial basis. He asked management to review the approach Iarnród Éireann has adopted with respect to the stewardship of Rosslare Europort. While it is good news that a Commercial Manager has been recruited, not enough progress has been made since last October when the EY plan had been presented. A proper business plan had not yet been even started.
- 4844.29 [REDACTED] referred to a recent Ibec report: Building a Low Carbon Economy. It referred to the under utilisation of rail for freight and the requirement for a modal shift to rail freight. She also referred to the Waterford/Rosslare Line.
- 4844.30 [REDACTED] explained that the Iarnród Éireann board took a decision in 2012 to close the Waterford/Rosslare Line as a cost cutting measure and to put it on a care and maintenance basis. It can be reopened if there is a business case for it. He clarified that the masterplan for Rosslare Europort is for the port only. In addition, this is a roll on roll off port which handles trailers. Rail freight is more appropriate for Waterford Port and not for Rosslare Port.
- 4844.31 The Chairman acknowledged that Iarnród Éireann's involvement in freight transport is a relevant issue. While it is a marginal business for the company in terms of revenue, there is an opportunity to do much more. Iarnród Éireann should make more efforts in this regard. Other directors commented on the lack of critical long distances in Ireland to support a viable rail freight business, the current track access charging mechanism and the lack of incentives in Ireland for rail freight transport.
- 4844.32 The Chairman reminded management of the previous board decision that Iarnród Éireann should go out and get the customers and prove that the track access charging mechanism needs to change and that the company is losing out because of the current charging regime. [REDACTED] stated that efforts were being made to prove this concept. However, no additional business or customers are emerging. The Chairman asked for a further update in this regard. [REDACTED]
- 4844.33 [REDACTED] questioned whether Iarnród Éireann was seriously considering the outsourcing proposal especially that relating to stevedoring. [REDACTED] stated that all options need to be considered. He noted that everything is outsourced in Dublin Port and less than 100 people work there whereas Rosslare Europort, which is underutilised, has 80 staff.
- 4844.34 In response to [REDACTED] confirmed that the Commercial Manager who had been recruited would be reporting to the General Manager.

4845 CHIEF EXECUTIVE'S REPORT

- 4845.1 The Chief Executive's Report previously circulated was taken as read and noted.
- 4845.2 [REDACTED] presented his report and referred to the following:
- KPIs for Period 4 2019.
 - Two fatalities at Rosslare Europort
- [REDACTED] asked for a copy of the Safety Audit Programme for Rosslare. [REDACTED]
- 4845.3 **Finance**
- [REDACTED] advised of the following:
- The company generated a surplus of [REDACTED] during Period 4 2019 compared to a forecast of [REDACTED]. The year to date surplus was [REDACTED] compared to a forecast of [REDACTED]
 - Total passenger revenue was [REDACTED] better than forecast in the period reflecting a continuation of the positive trends.
 - There was [REDACTED] less capital expenditure than planned during the period. However, there was [REDACTED] more maintenance expenditure than planned.
 - Cash generated was [REDACTED] better than forecast. This is due to lower working capital requirements.
 - Both NTA capital and public service obligation (PSO) audits for 2018 are now complete. Both received the highest rating of substantial assurance and no issues were raised.
- 4845.4 The Chairman asked that the Risks and Opportunities Schedule be amended to include a target for one more freight customer. [REDACTED]

4845.5

Railway Undertaking

██████████ advised of the following:

- Anti-social behaviour statistics.
- A wrong side failure occurred on the Belmond Grand Hibernian train on 16th April 2019. Iarnród Éireann should be careful as to how involved it becomes in these incidents as responsibility lies with the operator.
- The CME strategy day took place on 2nd May 2019.

4845.6

In response to ██████████ promised to provide her with details of the top three reasons for train delays. ██████████

4845.7

Commercial Department

██████████ advised of the following:

- There are only four outstanding matters to be worked through with Cubic regarding the new booking office machines (BOMs). These are expected to be resolved by mid June following which a handover will take place.
- Following the recent survey it was noted that customer satisfaction on InterCity routes has reduced. This is not unexpected given journey comfort issues on busier trains. The Chairman commented that the capacity constraint is now kicking in. It was confirmed that customers are advised on a station by station basis if they are likely to be standing during their journey.

4845.8

Infrastructure Manager (IM)

██████████ advised of the following:

- The IM multi annual contract (IMMAC) for 2014 – 2018 has been extended for 2019. The board agreed that this should be signed and sealed.
- The next IMMAC will be for 2019 to 2023 and the Department of Transport, Tourism and Sport (DTTAS) envisage that this will need to be signed and sealed only once rather than each year.
- Two management appointments have been made: Chief Engineer Signalling Electrical and Telecoms (SET) and Assistant Director of Capital Investments, New Works (to support the Chief Engineer SET).
- A significant amount of major engineering works was carried out over the Easter bank holiday weekend.

4845.9

It was noted that at the last steering group meeting with Waterford City and County Council (WCCC) on 24th April 2019, WCCC had advised that there were questions from the funders of the project as to the necessity of constructing a new railway station as part of the Waterford North Quays Development. The Chairman stated that he would not be supportive of the project if Iarnród Éireann had to contribute to the cost of the new railway station out of the MAC.

4846

ADVISORY/POLICY

4846.1

Board Safety Committee (BSC)

The Report from the Chairman of the BSC previously circulated was taken as read and noted.

4846.2

Trains Advisory Group (TAG)

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4846.3

Infrastructure Advisory Group (IAG)

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4846.4

██████████ advised that at its recent meeting the IAG had considered the following:

- Recruitment,
- Asset management principles,
- IMMAC 2019- 2023,
- Bridge bash mitigation processes,
- Analysis of IM incidents and
- Electrification Asset Plan.

4846.5

Audit and Risk Committee (ARC)

The Report from the Chairman of the ARC previously circulated was taken as read and noted.

- 4846.6** It was confirmed that legal disputes with other third parties (and not just with other State companies) are being monitored and that nothing had been heard from the National Oil Reserves Agency (NORA) lately.
- 4846.7** **Forecast 2019 and Five Year Plan 2020-2024**
The Forecast for 2019 and the draft Five Year Plan for 2020 – 2024 previously circulated were taken as read and noted.
- 4846.8** [REDACTED] advised of the following:
- Context (new PSO contract and new IMMAC).
 - [REDACTED].
 - NDP funding totalling [REDACTED] covering the period 2018 to 2027 (no funding for projects outside the greater Dublin area).
 - Risk appetite, principal risks to the delivery of the plan and mitigating actions.
 - Key assumptions.
- 4846.9** Matters discussed included the following:
- The draft Five Year Plan was reviewed by the ARC and recommended for the approval of the board.
 - The key input to the plan is the level of funding that has been advised by the NTA.
 - The plan contains conservative passenger growth assumptions. There is a view that the country is approaching the top of the economic cycle.
 - Despite increased volumes included in the plan, it includes less revenue than one would expect due to the NTA fares policy, capping and downward pressure on fares (evidenced by no fares increase in 2019). As a consequence, the company will be carrying more people for the same amount of money.
 - Capacity constraints are manifested not only by space on trains but by frequency of service.
 - The recent customer survey has identified a perceived deterioration in value for money due to a deterioration in quality of service.
 - The Brexit issue still needs to be resolved.
- 4846.10** Following further discussion the Forecast for 2019 and the draft Five Year Plan for 2020 - 2024 was approved.
- 4846.11** **Public Service Contract (PSC) Status Update**
The memorandum previously circulated was taken as read and noted.
- 4846.12** [REDACTED] advised that the PSC is still being negotiated. There is still a concern that because the NTA is not fully ready, the clock will be run down and then a PSC may be imposed on the company at the last minute.
- 4846.13** **Property Items**
The two memoranda previously circulated were taken as read and noted.
- 4846.14** **Athy /Wolfhill Line Abandonment Order**
The board gave its approval to complete the process to abandon the Athy/Wolfhill railway line from 0 miles 277 yards along its spur from Athy Station to 0 miles 1,506 yards at the junction with Fortbarrington Road, Athy, County Kildare, by executing the Abandonment Order as presented.
- 4846.15** **Waterford City North Quays Development**
The board noted that the authority of the CIE Board will be sought to enter into negotiations with Waterford City and County Council (the Council) regarding lands required by the Council for the Waterford City North Quays Strategic Development Zone (SDZ).

It was noted that the Council proposal involves the replacement of Plunkett Railway Station within the SDZ and associated infrastructure improvement works.
- 4846.16** **Information Technology Advisory Group (ITAG)**
The Report from the Chairman of the ITAG previously circulated was taken as read and noted.

4847 CAPITAL

4847.1 Capital Expenditure Proposals

The three memoranda previously circulated were taken as read and noted.

4847.2 Dublin/Cork Track Relaying Project

The board gave its approval for [REDACTED], funded from the current CIE cash surplus for the undertaking of track relaying works on the Dublin/Cork route as part of the overall project for the upgrading of the track infrastructure on this key route subject to:

- (a) Finalisation of the funding methodology in consultation with the DTTAS, the NTA and CIE and
 - (b) Submission of a comprehensive business case proposal to CIE.
- [REDACTED]

It was noted that:

- This represents the first phase of a [REDACTED] multi-annual project, running from 2019 to 2025 and will in this phase involve the relaying of 155 miles of track (or 47% of the total route and 70% of the total renewals required).
- The balance of the project work will be funded from the MAC.
- This paper would be forwarded for the information of the CIE Board at its meeting on 5th June 2019.

4847.3 Ticket Barcode Readers

The board gave its approval for expenditure of [REDACTED] in addition to a previously approved amount of [REDACTED] to upgrade 100 gate lines with barcode readers to optimise the customer experience and maximise the benefits of the Customer First Programme.

It was noted that this additional expenditure of [REDACTED] and the original expenditure of [REDACTED] are both included in the own funded 2019 Forecast and 2020-2024 Capital Expenditure Plan.

4847.4 Journey Planner System

The board gave its approval for expenditure of up to [REDACTED] to replace the existing journey planner system (which allows customers to plan their journey when purchasing a ticket on the Iarnród Éireann website) and provide an enhanced level of service in terms of availability.

It was noted that NTA funding of [REDACTED] has been secured for this project in 2019.

4847.5 The Chairman asked [REDACTED] to find out when the Seat Reservation System will be able to show the correct spelling of passengers' names with the Irish language "fada", rather than a string of ASCII code. [REDACTED]

4847.6 Closeout Report

The memorandum previously circulated was taken as read and noted.

4847.7 The board gave its approval for the closeout of the 2017 Accessibility Programme.

4848 PROCUREMENT

The Chief Procurement Officer, [REDACTED] joined the meeting at this time.

4848.1 Procurement Report

The Procurement Report for Period 4 2019 previously circulated was taken as read and noted.

4842.2 The Chairman advised [REDACTED] that the board had not been getting a sense of the delays being encountered in the procurement process. The Procurement Report needs to reflect this. In response, [REDACTED] advised that this matter had been discussed at a recent ARC meeting. At that meeting it was noted that there are also other additional items that are not captured in the Procurement Report. He confirmed that the request for quotes (RFQ) turnaround time has increased from 12 days last year to 16 days this year due to resource issues. The Chairman stated that he would speak to [REDACTED] separately on the matter. Chairman

4848.3

Contracts

The four memoranda previously circulated were taken as read and noted.

4848.4

Overhead Line Equipment (OHLE) Maintenance and Repair Services

The board gave its approval for the entry into a Framework Agreement with Neopul – Sociedade de Estudos e Construcoes SA (the incumbent) for the provision of maintenance, repair and renewal services for Iarnród Éireann's OHLE.

It was noted that:

- This would be a single party Framework Agreement which will operate for a period of five years.
- The estimated costs to be incurred under this agreement are:
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
- The funding source for this contract will be the MAC.

4848.5

Intercity Railcar (ICR) Pneumatic Brake Overhauls

The board gave its approval for the award of a contract to Knorr-Bremse Rail Systems (UK) Ltd. for the overhauls of the brake pneumatic and electro-pneumatic systems on the 22000 fleet at an estimated cost of [REDACTED] the maximum terms of five years.

It was noted that the funding source for this contract is the Chief Mechanical Engineering heavy maintenance budget.

4848.6

SPX Clamplock and Barrier Machines

The board gave its approval to contract with SPX Rail Systems, without a call for competition, for the continued supply of barrier machines, clamplock point machines and associated components.

It was noted that:

- The aggregated cost under derogation since January 2015 has reached [REDACTED] with a further [REDACTED] expected until December 2022.
- Iarnród Éireann falls within Article 50 of the Utilities Directive 2014/25/EU whereby contracting entities may use the negotiated procedure to procure goods or services without a prior call for competition.
- The funding source for ongoing repairs and maintenance will be the MAC while requirements for re-signalling projects will be subject to funding approval.

4848.7

Provision of Recycling and Waste Management Services

The board gave its approval to award a contract to [REDACTED] T/A Panda for the provision of recycling and waste management services.

It was noted that:

- The initial term of this contract is three years with an option to extend for up to two additional years.
- The estimated cost, based on increased volume usage over the previous contract, over the five year period [REDACTED]
- The funding source for this contract is the operational budget.

4848.8

Award Criteria

The five memoranda previously circulated were taken as read and noted.

4848.9

DART Expansion – Kildare Line (Work Package (WP) 4) Consultancy Services

The board gave its approval for the award criteria as presented for the procurement of consultancy services to:

- Prepare the design,
 - Undertake the Environmental Impact Assessment ,
 - Manage the Railway Order process,
 - Tender preparation and evaluation and
 - Option to be included for design support during the construction stage,
- for the Kildare Line WP4 of the DART Expansion Programme.

It was noted that:

- This contract will operate for a period of approximately two years and for an additional three years if the option of extending for the design support is exercised.
- The estimated spend under this contract for the potential full term is [REDACTED] including VAT.
- The funding source for this contract will be the NTA as part of the NDP.

4848.10 Framework Agreement for the Supply and Installation of Lifts and Escalators

The board gave its approval for the award criteria as presented to facilitate the establishment of a Framework Agreement for the supply, installation and commissioning of lifts and escalators.

It was noted that the funding source for the contracts to be awarded under the Framework Agreement will be a mixture of capital funding and own resources.

4848.11 In response to [REDACTED] concern about the servicing of equipment that can no longer be made, [REDACTED] stated that mitigating measures would be taken such as the build up of a better level of stocks.

4848.12 On-Track Ballast Regulator

The board gave its approval for the award criteria as presented for the proposed tender process for the purchase of an on-track ballast regulator.

It was noted that:

- The estimated value of this contract is [REDACTED].
- The funding source for this contract is the MAC.

4848.13 Rail Mounted Crane

The board gave its approval for the award criteria as presented to continue the tender process for the purchase of a rail mounted crane.

It was noted that:

- The estimated value of this contract is [REDACTED].
- The funding source for this contract is the MAC.

4848.14 On-Train Catering Services

The board gave its approval for the award criteria as presented to continue the tender process for the contract for the provision of on-train catering services.

It was noted that:

- The initial period of the contract is three years with an option to extend it for up to two years.
- It is anticipated that the total spend for a period of five years will be in the region of [REDACTED] and will be funded from own resources.

4848.15 Selection Criteria

The memorandum previously circulated was taken as read and noted.

4848.16 Supply of EMUs and BEMUs

The board gave its approval for the selection criteria as presented to shortlist suitable candidates for the establishment of:

- A 10 year single party Framework Agreement for the supply of EMUs and BEMUs and
- A technical services and supply of spare parts agreement covering a maintenance period from the first vehicle to 15 years from the delivery of the final vehicle.

It was noted that

- It is envisaged that 600 vehicles may be procured over the life of the Framework Agreement.
- The external funding source for this Framework Agreement will be through the NDP and
- The estimated maximum expenditure under the Framework Agreement is [REDACTED]

4848.17 Procurement Schedule for 2019

The updated Procurement Schedule for 2019 previously circulated was taken as read and noted.

4849 ADMINISTRATIVE ITEMS

4849.1 Transactions for Approval, Sealing and Signing

The transactions (16) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (4) for approval and signing at the meeting were approved and signed.

Appendix II

4849.2 Protected Disclosures Annual Report 2018

The memorandum previously circulated was taken as read and noted.

4849.3 It was noted that no Protective Disclosures were made to Iarnród Éireann during 2108.

4850 ITEMS FOR NOTING

4850.1 Report to the Minister

The Report to the Minister following the board meeting on 26th March 2019 previously circulated was taken as read and noted.

4850.2 Committee and Advisory Group Minutes

The Minutes of following Committee and Advisory Group meetings previously circulated were taken as read and noted:

- Audit and Risk Committee Minutes 11th March 2019
- Board Safety Committee Minutes 14th March 2019
- Infrastructure Advisory Group Minutes 24th January 2019
- Information Technology Advisory Group Minutes 7th March 2019
- Human Resources Advisory Group Minutes 22nd January 2019
- Trains Advisory Group Minutes 28th January 2019
- Strategy Advisory Group Minutes 25th March 2019.

4850.3 Rolling Agenda

The up to date Rolling Agenda for 2019 previously circulated was taken as read and noted.

4851 ANY OTHER BUSINESS

In response to [REDACTED], [REDACTED] confirmed that the mechanism for charging people for the use of the facility to charge their electric cars in Iarnród Éireann carparks is to be reviewed. [REDACTED]

4852 DATE AND LOCATION OF NEXT MEETING

Tuesday 25th June 2019 at 9.30am in Heuston Station.

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. Lease in duplicate with [REDACTED] [REDACTED] for a retail unit at Lansdowne Road DART Station, for a term of 5 years, at a rent of [REDACTED], whichever is greater.
2. Leases x 2, in triplicate with [REDACTED] mbH, for two premises at Portlaoise Sleeper Depot and Kildare Station at [REDACTED] for a term of 5 years to operate and maintain Iarnród Éireann's fleet of On-Track Machines in relation to the On-Track Machines Contract.
3. Lease in duplicate and Agreement for Lease in duplicate with [REDACTED], for Unit 6 at Connolly Station, for a term of 10 years, for a rent of [REDACTED], whichever is greater.
4. Lease in duplicate with [REDACTED] Ltd., for unit 1 B, Heuston Station, Dublin 8, for a term of 20 years, for a rent of [REDACTED], whichever is greater, subject to review every 5 years.
5. Sub Lease in duplicate with [REDACTED], to renew a lease for part of an area of ground at the Fuel Storage Depot, Alexandra Road, Dublin 1, for a period of 5 years, for a rent as follows:

[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
6. Closure Agreement in duplicate with [REDACTED] in relation to the closure of Pedestrian Crossing XC210 at 131 miles 500 yards on the Dublin to Cork Railway Line for a consideration of [REDACTED]. Mr. Foley is the sole user of the crossing and his lands are on both sides of the crossing.
7. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of fibre optic telecoms cable in existing ESB ducts at the following locations on the Howth Junction to Howth Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum per location, subject to review in accordance with CPI every 5th year:
 - Level Crossing XQ001, Baldoyle Road, Dublin, 1 mile 652 yards.
 - UBQ2, Claremont Road, Dublin, 2 miles 1,047 yards.
8. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of fibre optic telecoms cable in existing ESB ducts at the following five locations on the Ballybrophy to Killonan Junction Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum per location, subject to review in accordance with CPI every 5th year:
 - 47 miles 10 yards – Townland of Castleconnell, Stradbally, Co. Limerick.
 - OBN55 at 29 miles 800 yards – Townland of Nenagh, Co. Tipperary.
 - 29 miles 180 yards – Townland of Nenagh, Co. Tipperary.
 - OBN13 at 10 miles 162 yards – Townland of Roscrea, Co. Tipperary.
 - OBN15 at 10 miles 660 yards – Townland of Roscrea, Co. Tipperary.
9. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of 1 cluster cable to existing ESB poles at 12 miles 1,050 yards on the Limerick to Athenry Railway Line in the Townland of Sixmilebridge, Kinfinaghta, Co. Clare, for a licence period of 40 years, for a licence fee of [REDACTED] subject to review in accordance with CPI every 5th year.
10. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of fibre optic telecoms cables at the following four locations on the Limerick Junction to Waterford Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum per location, subject to review in accordance with CPI every 5th year:
 - 49 miles 490 yards – Townland of Burgagery, Lands West, St. Mary's, Clonmel, Co. Tipperary.
 - XL122 at 48 miles 1,447 yards – Townland of Burgagery, Lands West, St. Mary's, Clonmel, Co. Tipperary.
 - 47 miles 540 yards – Townland of Ballingarrane, Kiltegan, Co. Tipperary.
 - 49 miles 1,055 yards - Townland of Burgagery, Lands East, St. Mary's, Clonmel, Co. Tipperary.

11. Licence in duplicate with [REDACTED] for the installation, testing, maintenance and use of fibre optic cable under railway bridge UBL3 at 1 mile 152 yards on the Limerick to Waterford Railway Line, Townland of Crossagalla, St. Nicholas, Co. Limerick, for a licence period of 40 years, for a licence fee of [REDACTED] per annum, subject to review in accordance with CPI every 5th Year.
 12. Closure Agreement with [REDACTED], in relation to the closure of Level Crossing XE048 at 19 miles 1,580 yards on the Limerick to Ennis Railway Line, for a consideration of [REDACTED]
 13. Lease in duplicate with Raynemill Ltd., T/A Sbarro Ireland for unit 1A Heuston Station, Dublin 8, for a term of 10 years, at a rent of [REDACTED] whichever is greater, subject to review every 5 years.
 14. Closure Agreement in duplicate with [REDACTED] for a consideration of [REDACTED] to be paid as compensation to him in order to close Level Crossing XT064 at 29 miles 1,495 yards on the Mallow to Tralee Railway Line
 15. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XG131 at 97 miles 132 yards on the Athlone to Galway Railway Line in consideration of the transfer of property to him, his agreement to the closure of the crossing and transfer of property to the Board.
- NON-PROPERTY ITEM**
16. Contract in duplicate with the Minister for Transport, Tourism and Sport in relation to the Infrastructure Manager Multi Annual Contract. The authority of the board is now requested to apply the company seal to the document.

Company Secretary
Iarnród Éireann
28th May 2019

TRANSACTION FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] for a mobile Kiosk at Malahide Railway Station, Co. Dublin, for a licence period of 2 years, for a licence fee of [REDACTED].
2. Licence in duplicate with [REDACTED] to allow them to operate a crane adjacent to CIÉ property at Sheriff Street Freight Yard, Dublin 1, for a term of 7 months from 1st December, 2018, for a consideration of [REDACTED].
3. Greenway Licence in triplicate with Dublin City Council to operate and carry out works on a pedestrian and cycle track on IÉ/CIÉ property adjoining the Royal Canal between Newcomen Bridge and Sheriff Street, Dublin 1, for a licence period of 40 years, for a licence fee of [REDACTED].
4. Licence in duplicate with [REDACTED], to retain a water pipe and electrical cable which traverse beneath the railway line and service his agricultural lands adjacent to Pedestrian Crossing XC210 at 131 miles 540 yards on the Dublin to Cork Railway Line, for the period of his ownership of his property, for a licence fee of [REDACTED]. [REDACTED] has already agreed to the closure of the crossing.

Company Secretary
Iarnród Éireann
28th May 2019

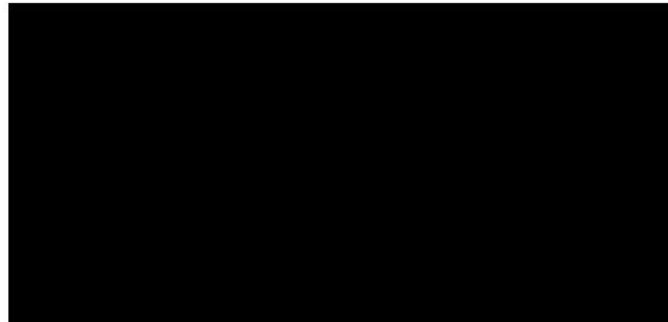
STRICTLY PRIVATE AND CONFIDENTIAL

**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986**

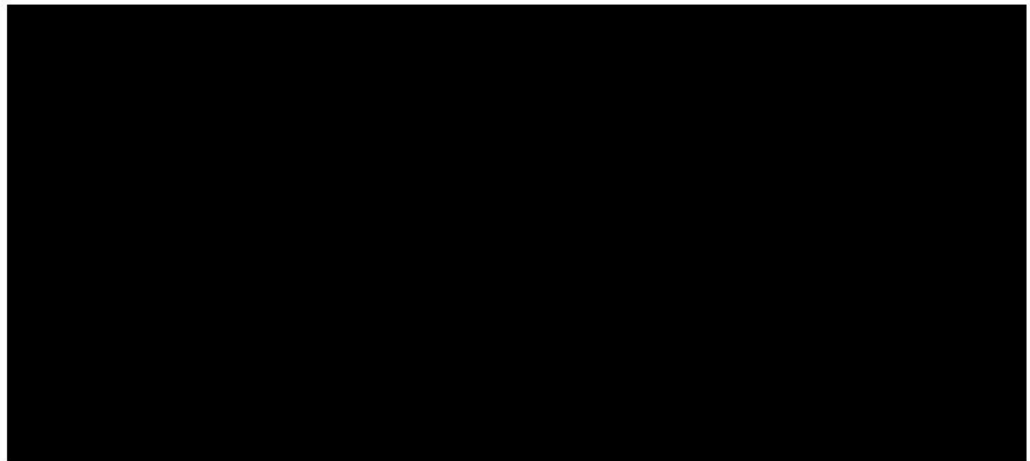
IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND THIRTYFOURTH
BOARD MEETING HELD ON TUESDAY 25TH JUNE 2019
AT 9.30 AM IN HEUSTON STATION**

PRESENT:



IN ATTENDANCE:



MIN NO.

4853 CONFLICTS OF INTERESTS

No conflicts of interests were declared.

4854 CHAIRMAN'S COMMENTS

4854.1 The Chairman advised that an external review of board performance is required once every three years under the Code of Practice for the Governance of State Bodies. This will be commissioned shortly. He asked Directors to forward any suggestions they may have regarding areas of focus or approach that should be taken by the independent reviewer.

4854.2 In response to [REDACTED] [REDACTED] stated that any third party queries received by Directors should be referred to the Corporate Communications Manager, [REDACTED], as per the Guidelines on the Release of Information contained in the Directors' Governance Manual.

4855 MINUTES

4855.1 The Minutes of the meeting held on 28th May 2019 previously circulated were taken as read noted. They were signed by the Chairman as a true record of the proceedings.

4855.2 Matters Arising

Minute No. 4844.34

In response to [REDACTED] confirmed that the new Commercial Manager in Rosslare does not have any marine competence. [REDACTED] stated that the Board Safety Committee felt

that the Harbour Master in Rosslare was compromised because he cannot deal with all the queries he receives. She felt that there was insufficient marine competency among the personnel in Rosslare. [REDACTED] stated that a separate Operations person is being recruited to assist the Harbour Master with some of his marine duties.

4855.3 The Chairman stated that he would have expected more in the board papers about Rosslare given that work on a business case was supposed to have started last October. [REDACTED] confirmed that he, [REDACTED] (General Manager, Freight & Rosslare Europort) were working on a report for the board which is expected to be completed within the next three to four weeks.

4855.4 **Outstanding Action Items**

The memorandum previously circulated was taken as read and noted.

4855.5 **Item 566**

In response to [REDACTED] confirmed that details of the full programme of what will be audited in Rosslare would be provided to her. [REDACTED]

4855.6 **Item 569**

[REDACTED] advised that a comprehensive business case for the Cork Track Relaying Project would be presented at the CIE Board meeting on 3rd July 2019.

4855.7 **Item 570**

The Chairman stated that passengers who use an Irish language “fada” have their names printed as a string of ASCII code on printed tickets as well as over their seats and that this needs to be resolved. [REDACTED] stated that he would follow up on this issue and on how the Customer First system would be integrated with the on-board system. The Chairman asked for this to be completed by September. [REDACTED]

4855.8 **Item 572**

The Chairman stated that the car park strategy should cover the issue of e-charging. [REDACTED]

4856 **CHIEF EXECUTIVE’S REPORT**

4856.1 The Chief Executive’s Report previously circulated was taken as read and noted.

4856.2 [REDACTED] presented his report and referred to the following:

- Key performance indicators (KPIs) for Period 5 2019.
[REDACTED] asked for a specific KPI for the freight business. [REDACTED]
- At a meeting on 21st June 2019 to discuss how outstanding issues could be closed out, the Commissioner for Railway Regulation (CRR) stated that he was happy with progress and impressed with how Iarnród Éireann does its business.
- While the train driver licensing issue and approval of Translink’s safety case are expected to be resolved by October 2019, Translink does not appear to be giving priority to agreeing a backup plan in the event of a hard Brexit and delay to the licensing and safety case approval. The Department of Transport, Tourism and Sport (DTTAS) are pushing for a contract to be completed covering this scenario. A draft contract has been sent to Translink and comments received back. However, a face to face meeting is now required in order to finalise the matter.

4856.3 **Finance**

[REDACTED] advised of the following:

- The company generated a surplus of [REDACTED] during Period 5 2019 compared to a forecast surplus of [REDACTED]. The year to date surplus was [REDACTED] to a forecast [REDACTED]
- The positive variance of [REDACTED]
[REDACTED] In addition, there was less multi-annual contract (MAC) capital expenditure than forecast which resulted in a favourable MAC income effect in the Profit and Loss Account during the period. However, these are all timing issues which are expected to come back in line over time.
- The National Transport Authority (NTA) adjusted the public service obligation (PSO) funding downwards during the period due to the strong passenger revenue performance to date in 2019 compared with 2018.
- The Risk and Opportunities Schedule now includes an opportunity in respect of the BT arbitration for an amount of [REDACTED]. However, this is subject to a decision of the arbitrator on legal costs.

4856.4 Railway Undertaking

██████████ advised of the following:

- A list of anti-social hotspots has been forwarded to ██████████ as requested.
- Procurement of a text alert system is in the final stages.
- The finalisation of an Interface Protocol with the Gardaí for accidents, fatalities and incidents etc. is almost complete.
- A lot of work is being carried out to prepare for the additional capacity expected due to the huge amount of summer events that are planned.

4856.5 ██████████ advised that the bus companies are noticing a reduction in anti-social behaviour incidents. ██████████ stated that this may be due to the high level of Garda presence over the past month.

4856.6 ██████████ stated that she was concerned that members of the public believe that security on the railway is Iarnród Éireann's responsibility. They do not appear to be aware that any complaints in this regard need to be made to the Gardaí. ██████████ stated that the impact of social media is behind this view. Security on the railway is the collective responsibility of the stakeholder and of society itself. ██████████ agreed and stated that members of the public are encouraged to report incidents to the Gardaí. However, a more holistic approach at a policy level is required. He noted that when the text alert system is deployed over the summer it is likely that the number of complaints will increase.

4856.7 In response to ██████████ provided details of a recent over speeding incident involving a Waterford train.

4856.8 Commercial Department

██████████ advised of the following:

- The campaign to encourage more customers to travel during the shoulder of the peak will be rolled out in September. The business engagement aspect of the project will involve the creation of a business forum. In response to ██████████ explained that the business forum will cover Dublin only at present because it is the Dublin commuter service that is facing the greatest capacity challenge. ██████████ asked for the business forum to be extended to other cities also in due course.
- ██████████
- A fix for problems arising with the Customer First system relating to device connectivity and credit card processing is being reviewed and tested. Therefore, full deployment is on hold until the issues are resolved. A pilot will be carried out next before full deployment.
- Potential new rail freight traffic has been identified with Iarnród Éireann's customer, IWT, for services from Ballina to Waterford, as a "proof of concept" to promote the use of rail freight as an alternative to road freight. However, the track access charge issue needs to be finalised.
- The General Manager, Freight & Rosslare Europort, ██████████, wants to recruit a separate commercial manager for the rail freight division, if suitable additional business is obtained.
- The Chairman asked for the board to be given an update on the potential with respect to reopening the line to the Port of Foynes. ██████████

4856.9 In response to ██████████ suggestion that more lobbying of stakeholders should take place on the rail freight issue, ██████████ stated that it would be inappropriate to do so if the track access charge and "proof of concept" issues have not been resolved. Iarnród Éireann must be in a position to prove that a move from road freight to rail freight is commercially viable.

4856.10 Infrastructure Manager (IM)

██████████ advised of the following:

- Favourable BT interim arbitration award due to the excellent work of the Property and Legal Departments. The final binding award in the arbitration process is expected in September 2019.
- The public consultation process has commenced in respect of the development of a Western Rail Corridor business case. ██████████ asked why additional bus capacity would be considered as an option for the Western Rail Corridor unless buses can carry product as well as people. ██████████ stated that the business case is looking at all alternatives. Bus substitutes have been put in place in the past when previous railway lines were closed.
- A significant disruption took place on 28th May 2019 as a result of the work being carried out on the Mainline Central Traffic Control (CTC) Signalling Upgrade Project when the mainline system failed. While control was returned to CTC, the cause of the failure is still being

addressed. Therefore, the Phase 4 commissioning planned for 22nd June 2019 was deferred until the issue is resolved.

- Progress on the project for low cost level crossing technical solutions is going well with the installation of new equipment being rolled out to eight locations by October 2019 (subject to CRR approval). The Chairman and [REDACTED] asked for the list of the eight level crossing locations to be provided to them. [REDACTED]
- Fingal County Council have advised that they intend applying for planning permission for a Greenway between the Malahide and Newbridge Demesnes to be known as the Broadmeadow Way. Iarnród Éireann is supportive of this proposal. [REDACTED] asked why Iarnród Éireann would entertain a proposal for a Greenway on the Waterford/Rosslare Line rather than encouraging rail freight given the current climate action agenda. Mr. Cunningham explained that if they are of community benefit, the policy is to be supportive of Greenways on closed lines. However, Iarnród Éireann retains the right to take the line back provided there is a business case supporting the reopening of the line.
- In response to [REDACTED] confirmed that all outstanding technical issues which have already been identified with respect to the Train Protection System (TPS) Project are being addressed and will be on the agenda for the next Infrastructure Advisory Group (IAG) meeting in August.

4857 SAFETY

[REDACTED] Strategic Safety Manager, [REDACTED], Head of Safety, RU and [REDACTED] Head of Safety, IM, joined the meeting at this time.

4857.1 Safety Report

The Safety Report previously circulated was taken as read and noted.

4857.2 [REDACTED] presented her report and referred to the following:

- Development of a Human Factors Strategy which will cover the following:
 - Support for investigations.
 - Support for human factors training.
 - Support for operations.
 - Integration of human factors in the design and delivery of major projects.
 - Promotion of the safety culture.
 - The integration of human factors in the current Safety Management System (SMS) and in the development of new SMS standards.
- The development of a comprehensive strategy that provides progressive support to all employees in managing their health and wellbeing. The key project steps include:
 - Developing an understanding of the current state.
 - Engagement with employees.
 - Research of other organisations.
 - The drafting of a strategy.

4857.3 Matters discussed including the following:

- The need for a programme identifying where and when platform train interface (PTI) changes are to be made. This will be an agenda item for the September meeting of the Board Safety Committee. [REDACTED]
- Increase in slips, trips and falls due to the increase in passenger numbers.
- The identification of vulnerable groups as part of the process to reduce the incidents of slips, trips and falls.
- Lone working App.
- The on-line facilities to obtain Irish and British accident investigation reports.
- Track worker safety initiative statistics are to be provided at the next Board Safety Committee meeting. [REDACTED]
- The Board Safety Committee is to engage in a more focused review of the Safety Risk Register as some updates are needed.

[REDACTED] left the meeting and [REDACTED] joined the meeting at this time.

4858 **STRATEGY**

██████████, Manager Operations & New Works and ██████████, Chief Mechanical Engineer, joined the meeting at this time.

4858.1 **DART Expansion Progress Report**

The memorandum previously circulated was taken as read and noted.

4858.2 ██████████ presented his report and referred to the following:

- Mobilisation of staff resources.
- Discussions with the NTA on:
 - The findings of the Jacob's Report on the Connolly Capacity Enhancement Study.
 - The Docklands Station and Environs Study (AECOM Report).
 - Rolling stock funding.

4858.3 The Chairman stated that there was a gap between the NTA's ambition to have the best possible proposals with the best technical solutions and the actual funding that may be available. ██████████ stated that the discussions with the NTA have included:

- The widening funding gap,
- Problems with the proposed cash flow profile,
- Delays in NTA decision making and
- Options relating to the deferral of the electrification of the Kildare and Northern Lines etc.

4858.4 Matters discussed included the following:

- While cash flow problems can be managed (even by borrowings if necessary) the total forecast for the cost of the project ██████████).
- Status of the board decision on 5th February 2019 (Minute No.4818.13) ██████████
██████████
██████████
██████████
██████████
- Whether a revised scope of work for the project as a whole should be considered to fit in with the amount of funding that is likely to be available.
- Interdependency between the scope/design decisions by Iarnród Éireann and NTA decisions and the lack of clarity between the role of the NTA and the role of Iarnród Éireann on such matters.
- The impact on project costs of delays in decision making.
- The need for a quality business case to include a clear definition of scope, cost breakdown, risk assessment, governance arrangements, etc.
- The need to avoid delaying projects which would address capacity issues.
- ██████████ confirmed that there was no impact on the procurement process for rolling stock of the delay in the board's decision on that matter (Minute No. 4848.16 on 28th May 2019).

4858.5 Following further discussion it was agreed that the board's decision of 5th February 2019 (Minute No. 4818.13) ██████████ for a certain scope of work was now superseded because that scope of work would not be delivered and because of the findings of the AECOM Report which has now been received.

4858.6 **Appraisal of the DART Expansion Network Arrangement as contained in the National Development Plan 2018 – 2027 (AECOM Report)**

The memorandum previously circulated was taken as read and noted.

4858.7 ██████████ advised of the following:

- Iarnród Éireann's appointment of AECOM to:
 - Conduct a review of the transportation study prepared by Systra for the NTA and
 - Prepare an economic appraisal of the DART Expansion network arrangement.
- Consideration of six options leading to two short listed options:
 - Full DART Expansion with DART Underground and
 - DART Expansion with maximised use of existing infrastructure (i.e. without the tunnel).
- DART Expansion without the tunnel is proposed.

4858.8 The Chairman stated that DART Expansion will be the most important decision the board is going to take for many years. Therefore, a business case of the highest quality is required. He felt that while the AECOM Report met the minimum requirements of the Department of Public Expenditure

and Reform (DPER) for an economic appraisal of a project at this stage of its development, it did not deal with critical project issues such as:

- What options are available if the full project is not deliverable within the funding envelope that is likely to be available for it?
- What are the consequences for the project if there is a funding shortfall i.e. will it take longer and will the scope change, both of which will lead to an increase in costs?
- Provision for contingencies and cost escalation.
- Details of risk assessment and risk mitigation measures and how any cost escalation would be funded.
- How transformative the project could be.
- What should be the project management and governance arrangements of the project? The Chairman queried whether the board should take such an important decision in the absence of a proper analysis of these funding issues and governance arrangements.

4858.9 Other matters discussed included the following:

- Risk levels in a project of this scale and the board's responsibility to ensure that any such risk is managed and mitigated.
- The need to identify what is achievable (i.e. a revised scope of work) if funding is restricted to the [REDACTED] allocated in the National Development Plan (NDP).
- The board is not being asked yet to make a decision on whether to approve a [REDACTED] or a [REDACTED]. Current proposals only progress the project to preliminary design, pre-tender and Railway order stage.
- [REDACTED]
- [REDACTED].
- Whether there is a need to spend as much as [REDACTED] in order to ascertain what the scope of the project would be if only [REDACTED] was available i.e. could this be ascertained at an earlier interim point.
- Whatever is determined to be deliverable will influence the board's decision regarding the EMU/BEMU options in the procurement of rolling stock.
- Onus on Iarnród Éireann to address capacity constraints as early as possible.

4858.10 [REDACTED] stated that Iarnród Éireann has been asked by the NTA to carry out this work. The NTA has been advised by Iarnród Éireann and are aware of the funding gap. [REDACTED] confirmed this stating that he had always highlighted the funding gap issue to the board and to the NTA (in writing). Discussions are continuing with the NTA in order to define what can be delivered for the [REDACTED] that is available and to agree a final scope.

4858.11 [REDACTED] stated that given the overall size of the project the funding gap is still sufficiently small to enable the current phase of the project to proceed so that scope changes and risks can be identified. However, if the funding gap widens then the board will reach the point where a decision will have to be made regarding the project as a whole.

4858.12 [REDACTED] stated that in his view the confidence which the board requires regarding costs and what can be delivered for only [REDACTED] cannot be provided without further significant planning and optioneering work and further discussions with the NTA.

4852.13 [REDACTED] asked for the consultancy contract for Phases 2 and 3 to be constructed in such a way that critical interim points could be identified at which more mature scoping of costs could be carried out to enable the board to make option decisions before committing fully to the [REDACTED] required for these phases of the project. [REDACTED] stated that quarterly reports can be prepared providing up to date information on costs, engineering options and scope deliverables.

4858.14 The board agreed to proceed on this basis but suggested that there should be close liaison between the Chairman and [REDACTED]. The Chairman agreed to meet [REDACTED] in this regard and also to discuss governance issues with him. **Chairman and [REDACTED]**

4858.15 **Fleet Strategy Update**

The memorandum previously circulated was taken as read and noted.

4858.16 [REDACTED] gave an update on fleet strategy and capacity enhancement in the short to medium term. He advised that there were two separate work streams in progress as follows:

- The purchase of 41 additional intermediate Intercity railcar (ICR) vehicles to lengthen existing trains and
- The purchase of new DART trains as part of DART Expansion.

- 4858.17 Matters discussed included the following:
- Feedback from the first tender quotes in respect of the supply of EMUs and BEMUs would be available for the next board meeting in August.
 - Expected life of batteries.
 - The design of the ICR fleet does not allow for unpowered ICRs or the sharing of auxiliary power.

4858.18 **Capital Expenditure - 41 Intercity Rail Cars (ICRs)**

The memorandum previously circulated was taken as read and noted.

- 4858.19 The board gave its approval [REDACTED] for the purchase of 41 intermediate class 22000 ICRs from Mitsui and the associated project costs (Stages 1 to 6 of the New Works Project Management Procedures).

It was noted that:

- This project is being funded by the NTA.
- The signing of a contract for this project is subject to the agreement of a business case with the NTA.
- The cost of this project comes out of the [REDACTED] budgeted for rolling stock contained in the [REDACTED] available for the DART Expansion Project.

- 4858.20 [REDACTED] asked for a briefing on the accessibility aspects of this project including standards, future proofing, toilet facilities etc. [REDACTED]

[REDACTED] left the meeting at this time.

4858.21 **Definition of DART Expansion**

[REDACTED] emphasised the importance of the definition of DART Expansion. The relevant documentation should be date stamped and used as one of the key reference points in the project. It can be changed subsequently following any optioneering. It was agreed that the definition should also refer to passenger carrying capacity and fleet.

4859 **CAPITAL**

4859.1 **Capital Expenditure Proposals**

The five memoranda previously circulated were taken as read and noted.

4859.2 **DART Expansion – Preliminary Design and Statutory Approval (Phases 2 and 3)**

The board gave its approval for expenditure of up to [REDACTED], for the preliminary design, statutory approval and tender preparation phases of DART Expansion (non-tunnel elements) (Phases 2 and 3 of the New Works Project Management Procedures).

It was noted that:

- This sum will bring the total board approved expenditure on this proposal to [REDACTED] to date.
- Funding will be provided by the NTA.
- Regular updates will be provided to the board so that account can be taken of changes to scope due to cost issues.
- Management is to submit a high-quality business case to the board.
- This expenditure covers the preliminary design, statutory planning and tender preparation phase of all the elements of the DART Expansion, which will be designed and submitted for statutory approvals as a series of integrated work packages undertaken at overlapping times with staggered start dates.

4859.3 **New Station at Pelletstown – Construction Stage**

The board gave its approval for [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

It was noted that:

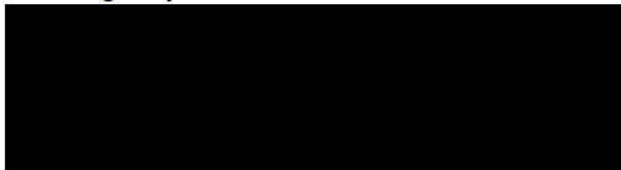
- [REDACTED]
[REDACTED]

- 4859.4** National Carpark Strategy – Phase 1 Project Concept and Feasibility Stage
The board gave its approval for [REDACTED] for the project and feasibility stage (Phase 1 of the Project Management Procedures) of a national carpark strategy for Iarnród Éireann, subject to funding from the NTA.
- 4859.5** Customer Information Systems Strategy
The Board gave its approval for expenditure of [REDACTED] for the preparation of a Customer Information Systems Strategy (Phase 1 of the Project Management Procedures).
- It was noted that funding for this project will be provided by the NTA.
- 4859.6** Scope Change for the Third Party Fit Out of the National Train Control Centre (NTCC)
The board gave its approval to increase the scope of the NTCC Project to include the third party fit out of the NTCC building which comprises the fit out for both An Garda Síochána and Dublin City Council.
- It was noted that:
- This will increase the NTCC approved [REDACTED].
 - This project is funded by the NTA.
- 4859.7** Closeout Report
The memorandum previously circulated was taken as read and noted.
- 4859.8** The board gave its approval for the closeout of project works at UBR139 at the Dargle River in Bray carried out on behalf of Wicklow County Council.
- 4860** **PROCUREMENT**
The Chief Procurement Officer, [REDACTED], joined the meeting at this time.
- 4860.1** Procurement Report
The Procurement Report for Period 5 2019 previously circulated was taken as read and noted.
- 4860.2** [REDACTED] confirmed that the resource issues within the Procurement Department are being addressed. It was noted that procurement was not identified as a cause of the delay with the implementation of the Rosslare Plan.
- 4860.3** Contracts
The five memoranda previously circulated were taken as read and noted.
- 4860.4** Purchase of 41 Intermediate Intercity Railcars (ICRs)
The board gave its approval for the following:
- (a) The award of a framework agreement to Mitsui, without a call for competition, for the supply of 41 intermediate ICRs at an estimated cost of [REDACTED] including a [REDACTED] provision for capital spare parts subject to:
 - Final production of the technical specification by Iarnród Éireann and
 - Final agreement on contractual conditions and commercial negotiations.
 - (b) The award by way of a supplemental agreement to the framework agreement to Mitsui, without a call for competition, for the undertaking of necessary related compatibility modifications to the current ICRs at an estimated cost of [REDACTED] subject to:
 - Final production of the technical specifications by Iarnród Éireann and
 - Final agreement on contractual conditions and commercial negotiations.
- It was noted that:
- The basis for proceeding without a call for competition is in line with EU Procurement Directives set out in Article 50(1)(c)(ii) of the Utilities Directive 2014 /25.
 - The funding source for this contract will be the NTA and is subject to finalisation and approval of the business case.
- [REDACTED] left the meeting at this time.

4860.5 Framework Agreement for Roofing Renewals

The board gave its approval for the entry into a four year multi-party framework agreement for roofing renewals with the following six companies:

Total Highway Maintenance Ltd.



It was noted that the estimated spend under the framework agreement over the four year period is in the order of [REDACTED]

4860.6 Framework Agreement for Road Fleet Hire

The board gave its approval for the following:

- (a) The establishment of a multi-party framework agreement with the following five companies to facilitate the annual call off of road fleet requirements to the CIE Group of companies over the next three years:

GPT Ltd. (vans only)
Kitale Ltd. t/a Ashley Ford
Holden Plant
Leaseplan (cars only)
Walker (vans only)

It was noted that each annual call off may be for a period of up to four years.

- (b) The award of the 2019 call off under the framework agreement to GPT Ltd. for the lease, maintenance and management services of up to 362 commercial vehicles at an estimated cost of [REDACTED] excluding VAT, subject to the outcome of a cost efficiency review.

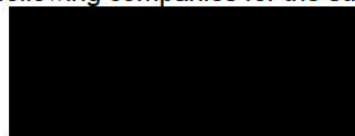
It was noted that the non-recoverable VAT arising is estimated at [REDACTED] giving a total contract award figure of [REDACTED] over the lease period of four years.

- (c) The award of the 2019 call off under the framework agreement to [REDACTED] t/a Ashley Ford for the lease, maintenance and management services of up to 72 cars at an estimated cost of [REDACTED].

It was noted that the non-recoverable VAT arising is estimated at [REDACTED] giving a total contract award figure of [REDACTED] over the lease period of four years.

4860.7 Framework Agreement for the Supply of Signalling, Electrical and Telecoms (SET) Cable

The board gave its approval for the entry into a four year multi-party framework agreement with the following companies for the supply of SET cable:



It was noted that:

- This framework agreement will operate for a period of four years with an option to extend for a further year at an estimated total spend of [REDACTED] excluding VAT over this term.
- The funding source for the framework call-offs will be either the MAC or approved projects.

4860.8 Lift and Escalator Maintenance

The board gave its approval for the award of a contract to [REDACTED] for the provision of lift and escalator maintenance services.

It was noted that:

- The initial award period is three years with an option to extend for up to two additional years.
- The estimated spend during the maximum full term is in the order of [REDACTED] subject to volume of activity.
- The non-recoverable VAT arising against this spend is estimated at [REDACTED] providing a total estimated spend value of [REDACTED] over the five year period.
- The funding source for this contract is the MAC.

4860.9 Selection Criteria

The two memoranda previously circulated were taken as read and noted.

4860.10 Establishment of a Single Party Framework Agreement for the Implementation of SET Works

The board gave its approval for the selection criteria as presented for the proposed pre-qualification of applicants for the establishment of a single party framework to support the delivery of SET projects.

It was noted that:

- The agreement will operate for a period of five years with an option to extend for a further three years.
- The estimated spend under this agreement is [REDACTED] excluding VAT.
- The funding source for this contract will be both the MAC and authorised capital projects.

4860.11 Two Track Inspection Cars

The board gave its approval for the selection criteria as presented for the proposed pre-qualification process for the purchase of two on-track inspection cars.

It was noted that:

- The estimated value of this contract is [REDACTED] excluding VAT.
- The funding source for this contract is the MAC.

4860.12 Procurement Schedule for 2019

The updated Procurement Schedule for 2019 previously circulated was taken as read and noted.

[REDACTED] left the meeting at his time.

4861 ADVISORY/POLICY

4861.1 Human Resources Advisory Group (HRAG)

The Report from the Chairman of the HRAG previously circulated was taken as read and noted.

4861.2 The Chairman of the HRAG, [REDACTED] advised that at its recent meeting the HRAG had considered the following:

- Progress on the Core HR and Human Capital Management projects.
- Ongoing talks with the Trade Unions on the issue of mandatory medicals.
- Leadership management and talent management.

4861.3 Board and Organisational Values

The memorandum previously circulated was taken as read and noted.

4861.4 Following discussion the board agreed to leave the list of organisational values and the list of board values as they currently stand but to change the terminology of "Board Values" to "Board Culture".

4861.5 It was suggested that this document, when finalised, should be given to whoever is selected to carry out the external review of board performance. [REDACTED]

4861.6 Quarterly Risk Report

[REDACTED], Chief Risk Officer, joined the meeting at this time.

4861.7 The Quarterly Risk Report as at June 2019 previously circulated was taken as read and noted.

4861.8 The Chairman asked for the risks associated with the DART Expansion Project be reviewed given that it is the biggest project for the company. He asked [REDACTED] to liaise with [REDACTED] to consider the many risks associated with this project and how they should be recorded on the Risk Register. [REDACTED]

4861.9 The Chairman of the Board Safety Committee (BSC), [REDACTED], stated that the BSC needs to review the list of principal risks (which includes the risk of a terrorist attack on Iarnród Éireann premises) at its next meeting.

4861.10 [REDACTED] asked for further information to be provided in the quarterly reports about risks that are re-categorised from principal risks to non-principal risks so that improvements in the risk universe can be shown more clearly. [REDACTED]

4861.11

The two memoranda previously circulated were taken as read and noted.

4861.12

The board gave its approval for expenditure of [REDACTED] to progress the acquisition and installation of LED advertising signage on four railway bridges at Amiens Street outbound, Pearse Street inbound, North Strand inbound and Drumcondra Road inbound, replacing traditional advertising boards.

It was noted that:

- The estimated payback on the investment is two years.
- The project is to be funded by Iarnród Éireann's own resources, generated by increased advertising revenue from the proposed new signage.
- This project also requires the approval of the CIE Board as it is not included in the 2019 budget.

4861.13

It was noted that the authority of the CIE Board would be sought to grant a five year lease, with a Deed of Renunciation, to [REDACTED], at a rent of

4861.14

The memorandum previously circulated was taken as read and noted.

4861.15

- under the Urban Regeneration Development Fund for 50% funding for the remaining redevelopment works at the station, having an estimated cost of [REDACTED]. It was noted that the NTA has agreed in principle to fund the balancing 50%.

4862

4862.1

The transactions (3) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (3) for approval and signing at the meeting were approved and signed.

Appendix II

4862.2

The memorandum previously circulated was taken as read and noted.

4862.3

4862.4

The memorandum previously circulated was taken as read and noted.

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4863.1

Report to the Minister
The Report to the Minister following the board meeting on 28th May 2019 previously circulated was taken as read and noted.

4863.2 Rolling Agenda

The up to date Rolling Agenda for 2019 previously circulated was taken as read and noted.

4864 DATE AND LOCATION OF NEXT MEETING

Tuesday 27th August 2019 at 9.30am in Heuston Station.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SEALING

1. Lease in duplicate with [REDACTED], for Unit 2, Heuston Station, Dublin 8, for a term of 10 years, for a rent of [REDACTED], whichever is greater.
2. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], for the purchase of 14.92 acres of land and agreement to close of Level Crossing XS039 at 68 miles 1,740 yards on the Mullingar to Sligo Railway Line, [REDACTED]
3. Bridge Agreement in triplicate with [REDACTED] allowing them to construct a pedestrian and cycle track on IÉ/CIÉ property adjoining the Royal Canal, between Newcomen Bridge and Sheriff Street Lift Bridge in consideration of a [REDACTED]

Company Secretary
Iarnród Éireann
25th June 2019

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED], for a mobile kiosk at Drogheda Railway Station, for a licence period of 3 years, [REDACTED]
2. Licence in duplicate with [REDACTED] for a mobile kiosk at Portmarnock Railway Station, for a licence period of 2 years at a [REDACTED]
3. Licence in duplicate with [REDACTED], for a mobile kiosk at Portarlinton Railway Station, for a term of 2 years, at a licence fee [REDACTED].

Company Secretary
Iarnród Éireann
25th June 2019

STRICTLY PRIVATE AND CONFIDENTIAL

IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF CÓRAS IOMPAIR ÉIREANN) ACT, 1986

IARNRÓD ÉIREANN - IRISH RAIL

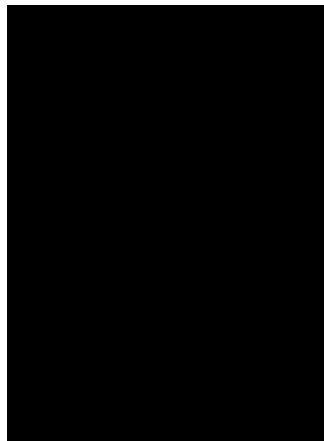
MINUTES OF THE THREE HUNDRED AND THIRTYFIFTH
BOARD MEETING HELD ON TUESDAY 27TH AUGUST 2019
AT 9.30 AM IN HEUSTON STATION

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



General Manager Freight & Rosslare Europort (part)
Chief Financial Officer
Commercial Director
Director Infrastructure Manager
Company Secretary
Director Railway Undertaking
Acting Chief Procurement Officer (part)
Chief Executive
Manager, Operations & New Works (part)
Chief Executive, CIE
Chief Procurement Officer (part)
Chief Mechanical Engineer (part)
Chairman, Infrastructure Advisory Group
Programme Manager, Railway Systems, New Works (part)

MIN NO.

4865 CONFLICTS OF INTERESTS
No conflicts of interests were declared.

4866 MINUTES

4866.1 The Minutes of the meeting held on 25th June 2019 previously circulated were taken as read noted. They were signed by the Chairman as a true record of the proceedings.

4866.2 **Outstanding Action Items**
The memorandum previously circulated was taken as read and noted.

4866.3 Item 573
It was agreed that the issue regarding the printing of Irish language “fadas” on tickets and displays for seat reservations should remain on the Actions List until it has been resolved.

4866.4 Item 575
It was agreed that Iarnród Éireann should be as supportive as possible to 


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STRATEGY

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[REDACTED]
[REDACTED]
[REDACTED]

4867.5 [REDACTED]
[REDACTED]
[REDACTED]

4867.6 [REDACTED]
[REDACTED]

[REDACTED]

4867.7 **DART Expansion Programme Progress Report**
[REDACTED] Manager Operations & New Works, [REDACTED], Chief Mechanical Engineer and [REDACTED], Programme Manager, Railway Systems, New Works, joined the meeting at this time.

4867.8 The memorandum previously circulated was taken as read and noted.

4867.9 The Chairman stated the he had discussions with [REDACTED] on the requirement for a quality business case. A lot of strands need to be brought together and a final business case will be brought to the board in due course as a decision making tool.

4867.10 [REDACTED] presented his report and matters discussed included the following:

- Recruitment of resources.
Interviews have been taking place over the past few weeks. While a good team will emerge, it will not be ideal due to the unavailability of sufficient expertise particularly in the Signalling Electrical and Telecoms (SET) area. The use of Framework Agreements will help to address this issue. However, internal staff will need to be trained up so that standards can be maintained.
- The passenger capacity that could be provided following fleet growth and enhanced infrastructure would be transformative for the country.

4867.11 **Framework Agreement for the Purchase of Rolling Stock – Award Criteria**
The memorandum previously circulated was taken as read and noted.

4867.12 In reviewing this proposal, matters discussed included the following:

- The procurement process involves:
 - An option and not a commitment to purchase bi-mode (battery) electrical multiple units (BEMUs) and
 - A maintenance element.
- Whether a separate business case / economic justification for BEMUs should be carried out before a decision is taken to buy any.
- Recyclability of the battery element and the vehicle element of BEMUs.
- BEMUs are basically EMUs with a battery.
- Absence of some leading rolling stock suppliers from the tendering process reflecting their full order books.
- Risk of quotes exceeding budget if we require too much customisation balanced against the need for a quality product for a fleet that is likely to be in service for the next 50 years.
- Gap between the allocation of funds and the estimated cost of the DART Expansion Project.
- Weightings for each criterion, particularly that relating to life cycle costing.

4867.13 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]

4868 ADVISORY/POLICY

4868.1 Trains Advisory Group (TAG)

The Report from the Chairman of the TAG previously circulated was taken as read and noted.

4868.2 The Chairman of the TAG, [REDACTED], advised of the following:

- Site visit to Bombardier Transportation in Germany to view their latest BEMU.
He stated that he was now satisfied that an appropriately specified BEMU can offer a technically viable alternative to diesel multiple unit (DMU) or DMU/EMU bi-mode operations in Ireland. He is also satisfied that BEMUs will not limit the availability of EMUs.
- Review of reports from Jacobs Rail Fleet Advisory Services.
Jacobs recommend that some of the new fleet should consist of four car formation even though the vast majority of DART services operate in eight car formation, which is projected to be required into the future. The National Transport Authority (NTA) need to be advised of the necessity of eight car formation in the future.
- The cost effectiveness of vehicle cascading and proposed retention of Class 8100 vehicles needs to be determined. [REDACTED]

4868.3 Infrastructure Advisory Group (IAG)

The Report from the Chairman of the IAG previously circulated was taken as read and noted.

4868.4 The Chairman of the IAG, [REDACTED], presented his report and matters discussed included the following:

- The five remaining issues (out of the original 150 issues) that need to be addressed with respect to the implementation of the Train Protection System (TPS). If appropriately resourced and prioritised, the issue of the loss of code in the DART area can be resolved without impacting on the TPS implementation schedule. However, this will involve the diversion of resources from other areas e.g. the DART Expansion Programme. This is a maintenance issue which has to be resolved irrespective of the TPS Project.
- A presentation on coastal erosion along the east coast is scheduled for the December board meeting.
- Shutdown of the mainline control system on 28th May 2019 following preparatory work for Phase 4 (of nine phases) of centralised train control (CTC) interim works. [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] While testing is carried out of hardware and software changes during the interim works, not every possible scenario can be simulated. However, [REDACTED] validation protocols are being checked out. In the meantime, Iarnród Éireann is dependent on [REDACTED]
- The necessary Approval to Place in Service (APIS) approvals were received from the Commissioner for Railway Regulation (CRR) at the end of July in connection with the TPS programme. This reflects the improved relationship with the CRR.

[REDACTED] left the meeting at this time.

4869 CHIEF EXECUTIVE'S REPORT

4869.1 The Chief Executive's Report previously circulated was taken as read and noted.

4869.2 [REDACTED] presented his report and referred to the following:

- Key performance indicators (KPIs) for Period 8 2019.
It was noted that the claims rate is falling for customer and movement of passenger (MoP) accidents even though the number of reported incidents and passenger numbers are increasing. An analysis of MoP trends was requested. [REDACTED]
- Biannual customer survey, the latest of which indicated a 90%+ satisfaction level. Media attention tends to be given to one off incidents.

- An analysis of train failure trends was requested. [REDACTED]
- The challenges facing the company were raised during the meeting with the Minister on 8th August 2019.
- The order for an additional 41 Intercity railcar (ICR) "B" cars will be placed as soon as Cabinet approval is received.
- A Cross Border Services Agreement has been finalised with Northern Ireland Railways (NIR). This is available for signature should it be required in a no deal Brexit.
- Politicians will be briefed on the capacity issues that are likely to increase in the autumn. Capacity issues are likely to become more frequent until new fleet is delivered.
- The Chief Executives were invited to attend the NRBU Annual Conference for the first time. Issues raised included accessibility and anti-social behaviour.

4869.3

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

4869.4

Finance

[REDACTED] advised of the following:

- The company generated a surplus of [REDACTED] during Period 8 2019 compared to a forecast surplus of [REDACTED]. The year to date surplus was [REDACTED] compared to a forecast surplus of [REDACTED].
- Passenger revenue was 2.8% better during the period compared to the same period in 2018. Year to date passenger revenue is 6.8% better than for the same period in 2018.
- Lower capital and maintenance activity than forecast also contributed to the positive variance for the period.
- No comments have been received yet from the Department of Transport, Tourism and Sport (DTTAS) on the Five Year Plan.
- [REDACTED] have indicated that CIE funding for the Cork Line Relaying Project may be treated as a capital grant in Iarnród Éireann's books. This allows a deferred credit to be set against the capital depreciation over the life of the asset.

[REDACTED]

[REDACTED]

[REDACTED]

4869.5

Railway Undertaking

[REDACTED] advised of the following:

- An investigation into the ICR engine fire on 8th July 2019 is underway.
- The text alert system for DART passengers has been formally launched.

4869.6

Commercial Department

[REDACTED] advised of the following:

- The Group Solicitor's response is awaited on the latest marked up version of the proposed public service contract. Once this has been submitted to the NTA a meeting will take place with them to discuss it.
- Time is running out for the NTA's proposal for a restated contract for a three month period to the end of November 2019.
- [REDACTED] software fix for the issues encountered with credit/debit card processing by booking office machines has been rolled out on trial.
- Contracts are being finalised to define accessibility improvements on the website and journey planner.

4869.7

Matters discussed included the following:

- Campaign to encourage passengers to use DART during the shoulder of peak time travel.
- Devices which could be retro-fitted onto trains identifying the more crowded and the less crowded carriages.
- More focus will be required from the autumn onwards on how to optimise vehicle supply and manage passenger demand in the future.

[REDACTED]

[REDACTED]

- This sum will bring the total board approved expenditure for this project up to [REDACTED].
- The estimated cost of the project is [REDACTED] subject to the completion of the design and statutory approval processes.
- This project is being funded from the VAT refund received by CIE in 2016.

4871.4 Maynooth Station – North Side Carpark Extension

The board gave its approval for expenditure of [REDACTED] is ineligible for NTA funding) for the construction stage of an extension to the north side carpark at Maynooth Station (Phase 5 of the New Works Project Management Procedures).

It was noted that this project is funded by the NTA.

4871.5 Woodbrook DART Station – Preliminary Design and Planning

The board gave its approval for expenditure of a further [REDACTED] to progress preliminary design and statutory process (Phases 2 and 3 of the New Works Project Management Procedures) for a new DART station at Woodbrook, Dublin, between Shankill and Bray.

It was noted that:

- This will bring the total budget to [REDACTED]
- The project is being funded by the NTA.

4871.6 Closure of Level Crossing XX033 on the Manulla/Ballina Line

The board gave its approval for expenditure of [REDACTED] plus reasonable legal costs so as to allow the purchase of land and construction of a roadway to give alternative access to the users of Level Crossing XX033.

It was noted that:

- Mayo County Council has agreed to commence the process of extinguishing the public rights over the crossing once construction is initiated.
- Funding for the project is provided under the MAC.

4871.7 Financial Planning and Analysis System

The board gave its approval for expenditure of [REDACTED] including VAT for the implementation Phase of the project to develop and install a new Financial Planning and Analysis (FP&A) System for Iarnród Éireann.

It was noted that:

- This will bring the total approved expenditure for the project up to [REDACTED].
- The funding for the project has been agreed by the NTA.
- It is planned that the project will be completed by the end of Quarter 2 2021.

[REDACTED]

4872 **PROCUREMENT**

4872.1 Procurement Report

The Procurement Report for Period 7 2019 previously circulated was taken as read and noted.

4872.2 Contracts

The five memoranda previously circulated were taken as read and noted.

4872.3 National Train Control Centre (NTCC) – Traffic Management System (TMS) and Control Equipment

The board gave its approval for the award of a contract for the design, supply, installation, commissioning and maintenance of a TMS and control equipment to [REDACTED] for a value of [REDACTED]

It was noted that:

- The duration of the contract will be up to five years for the design, supply, installation and commissioning of both the new system and the backup facility.
- It is proposed to establish a separate 15 year maintenance support services contract with an option to extend it for a further five years.
- The contract award value is comprised of:
 - Capital expenditure of [REDACTED] funded by the NTA.

- Operational expenditure of [REDACTED] funded by the MAC over a 20 year period (15+5).
- The non-recoverable VAT will be [REDACTED]

4872.4 NTCC TMS – Project Management Support Services

The board gave its approval for the award of a contract for the provision of project management support services for the implementation of the NTCC TMS to Turas (CPC Project Services LLP, DB Engineering & Consulting and Egis Consortium) at an estimated cost of [REDACTED] excluding VAT over a six year period with an option to extend for a further one year.

It was noted that:

- The total value of non-recoverable VAT is [REDACTED].
- The funding source for this contract is the NTA.

4872.5 Construction of a New Station at Pelletstown on the Connolly/Maynooth Line

The board gave its approval for the award of a contract to [REDACTED] for the construction of a new station at Pelletstown on the Connolly / Maynooth Line.

It was noted that:

- The estimated cost of the contract is [REDACTED] excluding VAT.
- The non-recoverable VAT is estimated at [REDACTED] providing a total estimated contract value [REDACTED]
- The works are funded by the NTA with a contribution of approximately [REDACTED] from Dublin City Council.

4872.6 On Board Catering Services

The board gave its approval for the award of a contract to [REDACTED] for the provision of on board catering services for the Republic of Ireland at an estimated cost of [REDACTED] over a five year period.

It was noted that:

- The contract term is three years with an option to extend for an additional period of up to two years.
- The funding source for this project is Iarnród Éireann's operational budget.

4872.7 On Track Ballast Regulator and Rail Mounted Crane

The board gave its approval to grant delegated authority to the Chief Executive to approve the award of the following contracts:

- A contract for the purchase of an on track ballast regulator at an estimated cost of [REDACTED] subject to option selection and
 - A contract for the purchase of a rail mounted crane at an estimated cost of [REDACTED] subject to option selection,
- subject to the conclusion of the evaluation process and agreement of contractual terms.

It was noted that the funding cost for these contracts will be the MAC.

4872.8 Selection Criteria

The two memoranda previously circulated were taken as read and noted.

4872.9 Maintenance and Overhaul of MTU 6H1800 Powerpack Units for the Class 22000 Railcars

The board gave its approval for the selection criteria as presented for the proposed pre-qualification process for the maintenance and overhaul of MTU 6H1800 powerpack units fitted to the Class 22000 railcars.

It was noted that:

- The proposed duration of the contract is five years with an option to extend by a further year during which time Iarnród Éireann intends to migrate to a hybrid powerpack. This contract will phase out as the new hybrid powerpacks come on stream.
- The estimated value of this contract including the optional year is [REDACTED].
- The funding source for this contract is the Chief Mechanical Engineer's maintenance budget.

4872.10 Signalling Location Cases for the Train Protection System (TPS)

The board gave its approval for the selection criteria as presented to establish a single supplier Framework Agreement for the manufacture, supply, testing and delivery of fully fitted signalling location cases.

It was noted that:

- The term of the agreement will be five years with an option to extend annually up to a maximum term of eight years.
- The estimated value of this Framework Agreement is [REDACTED]
- Call off contracts awarded under this Framework Agreement will be funded from the MAC.

4872.11 Selection and Award Criteria

The memorandum previously circulated was taken as read and noted.

4872.12 On Board Toilets and HVAC Systems

The board gave its approval for the selection and award criteria as presented to facilitate the running of a tender process leading to the award of the following contracts:

- Lot 1: On board toilet systems maintenance and
- Lot 2: Heating, ventilation and air conditioning (HVAC) systems maintenance.

It was noted that:

- The proposed duration of the contract(s) will be for five years with an option to extend by a further two years on an annual basis.
- The funding sources for these will be the Chief Mechanical Engineers annual maintenance budget.
- The annual cumulative value of both lots is [REDACTED].

4872.13 Award Criteria

The four memoranda previously circulated were taken as read and noted.

4872.14 Framework Agreement for the Purchase of New Rolling Stock

The decision in this regard was taken earlier in the meeting (see Minute No. 4867.11).

4872.15 Track Inspection Cars.

The board gave its approval for the award criteria as presented for the proposed tender process for the purchase of two on track inspection cars.

It was noted that:

- The estimated value of this contract is [REDACTED].
- The funding source for this contract is the MAC.

4872.16 Ballast Plough Wagons

The board gave its approval for the award criteria as presented for the tender process for the purchase of six ballast plough rail wagons.

It was noted that:

- The estimated value of this contract is [REDACTED].
- The funding source for this contract is the MAC.

4872.17 Replacement of Transmission Technology

The board gave its approval for the award criteria as presented to facilitate the procurement of replacement voice, video and data transmission technology used to support train movements to new Internet Protocol (IP) based technology including associated design and maintenance support services.

It was noted that:

- The total estimated cost is [REDACTED] based on:
 - [REDACTED] for the supply, installation, commissioning and maintenance of the new equipment over a period of approximately six years from 2020 to 2026 and
 - [REDACTED] to cover an eight year maintenance support services period commencing 2026 – 2034.
- The primary funding source for this contract will be the NTCC Project with future funding from the MAC.

4872.18 Procurement Schedule for 2019

The updated Procurement Schedule for 2019 previously circulated was taken as read and noted.

■■■■■ left the meeting at this time.

4873 ADMINISTRATIVE ITEMS

4873.1 Transactions for Approval, Sealing and Signing

The transactions (8) for approval and sealing at the meeting were approved and sealed.

Appendix I

The transactions (8) for approval and signing at the meeting were approved and signed.

Appendix II

4873.2 Appointment of Auditors

The memorandum previously circulated was taken as read and noted.

4873.3 It was proposed by ■■■■■ and resolved:

- “(a) That subject to the consent of the Minister for Transport, Tourism and Sport, ■■■■■, Chartered Accountants and Registered Auditors, be and are hereby appointed Auditors for the year ended 31st December 2019 and
- (b) That the remuneration of the Auditors be fixed at no more than ■■■■■ for the 2019 audit and ■■■■■ for the tax compliance services).”

4873.4 Corporate Governance Document

The memorandum previously circulated was taken as read and noted.

4873.5 The board noted the updated CIE Group Protected Disclosure Policy and Procedures and the update of the Corporate Governance Manual accordingly.

4873.6 Register of Ultimate Beneficial Ownership

The memorandum previously circulated was taken as read and noted.

4873.7 The board noted the following:

- The requirement, under new anti-laundersing money legislation, to register the “beneficial owners” of the company.
- Where a beneficial ownership cannot be identified, as in Iarnród Éireann’s case, the details of the “Senior Managing Officials” must be registered instead.
- In this context, the Directors and the Chief Executive will be registered as the beneficial owners of Iarnród Éireann.

4874 ITEMS FOR NOTING

4874.1 Report to the Minister

The Report to the Minister following the board meeting on 25th June 2019 previously circulated was taken as read and noted.

4874.2 Minutes of Advisory Group Meetings

The Minutes of the following Advisory Group meetings previously circulated were taken as read and noted:

- Infrastructure Advisory Group Minutes 15th May 2019.
- Trains Advisory Group Minutes 20th May 2019.
- Strategy Advisory Group Minutes 20th May 2019.
- Information Technology Advisory Group Minutes 13th May 2019.
- Human Resources Advisory Group Minutes 21st May 2019.

4874.3 Rolling Agenda

The up to date Rolling Agenda previously circulated was taken as read and noted.

4875 ANY OTHER BUSINESS

4875.1 Board Effectiveness Review

The Chairman advised that an external review of Iarnród Éireann board performance is due to be carried out under the Code of Practice for the Governance of State Bodies. [REDACTED] have been retained to carry out this work and will be in contact soon.

4875.2 2020 Timetable

The Timetable of meetings for 2020 is being finalised.

4875.3 Board Safety Committee

The board appointed [REDACTED] as a member of the Board Safety Committee.

4876 DATE AND LOCATION OF NEXT MEETING

[REDACTED] [REDACTED] [REDACTED].

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. [REDACTED]
[REDACTED]
[REDACTED]
- [REDACTED]
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Company Secretary
Iarnród Éireann
27th August 2019

TRANSACTIONS FOR APPROVAL AND SIGNING

1. [REDACTED]
[REDACTED]
[REDACTED]
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[REDACTED]

Company Secretary
Iarnród Éireann
27th August 2019

Freedom of Information Request:
Schedule of Records for IE_FOI_301 : Summary for Decision Making

Record No.	Date of Record	Brief Description	No. of Pages	Decision: Grant/Part Grant/Refuse	Section of Act if applicable	Record Edited/Identify Deletions
1	20/11/2019	Board mins August 2019 _redacted	13	Part Grant	36,37	Redacted
2	20/11/2019	Board mins Jan-Dec 2018 _redacted	101	Part Grant	36,37	Redacted
3	20/11/2019	Board mins Jan- Aug 2019 _redacted	68	Part Grant	36,37	Redacted

Hayley Durnin
Freedom of Information Office