

Stáisiún Uí Chonghaile, Baile Átha Cliath 1, D01 V6V6

Connolly Station, Dublin 1, D01 V6V6

T 01 703 4293 E foi@irishrail.ie W www.irishrail.ie



11th March 2022

██████████
Email: ██████████

Re: FOI request IE_FOI_558

Dear ██████,

I refer to your request dated 18th February 2022 made under the Freedom of Information Act 2014, which was received on by my office on that date, for records held by Iarnród Éireann.

Request:

1. a copy of the board minutes for 2021 and thus far in 2022

The decision maker handling your request is Dave McCabe.

Response:

I, Mr. Dave McCabe, Decision Maker have now made a final decision to part grant your request.

Please find response document and schedule of records attached

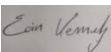
Rights of appeal

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 by email at foi@irishrail.ie

Yours sincerely,

PP. 

Mr Dave McCabe, FOI Decision Maker, Company Secretary, Iarnród Éireann

Freedom of Information Request:
 Schedule of Records for [IE_FOI_558](#) : 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	N/A	IE board Minutes 2021 - Jan 2022_Redacted	73	Part Grant	redaction list on sheet 2	

Eoin Kennedy
 Freedom of Information Office

IE Decision Maker: Dave Mc Cabe

IE Board Minutes 19th January 2021				
Page #	Minute #		Section of Act Applicable	Reason
6	5021.1 - 5021.9		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
7	5021.10 - 5021.11		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
7	5023.4		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
IE Board Minutes 9th February 2021				
Page #	Minute #		Section of Act Applicable	Reason
10	5031.1		Section 37- Personal Information	Personal Information relating to others
11	5032.05 - 5032.09		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
12	5033.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
12	5033.7		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
12	5034.2		~	CIÉ does not fall within the FOI legislation
13	5034.3		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
13 - 14	5035.1 - 5035.8		Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
14 - 15	5036.2 - 5036.7		Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
17	Appendix 1		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
18	Appendix 2		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
IE Board Minutes 30th March 2021				
Page #	Minute #		Section of Act Applicable	Reason
20	5044.1 - 5044.2		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
21	5045.5		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
24	5048.3		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
26	5050.1 - 5050.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
26	5050.5		Section 36(1)(b) - Commercially Sensitive Information- Schedule 1 Part 2 - Exempt Agencies	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved - Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
26 and 27	5050.6 - 5050.9		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
27	5051.2 - 5051.8		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
28	5051.9		Section 36(1)(b) - Commercially Sensitive Information- Schedule 1 Part 2 - Exempt Agencies	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved - Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
28	5051.10- 5051.16		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
29	5052.3		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
30	Appendix 1		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
IE Board Minutes 18th May 2021				
Page #	Minute #		Section of Act Applicable	Reason
36	5062.2		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
36	5063.6		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
36	5064.1		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
37	5065.2 - 5065.6		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
40	Appendix 2		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
IE Board Minutes 28th June 2021				
Page #	Minute #		Section of Act Applicable	Reason

44	5072.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
44	5072.10		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
45	5073.8		Section 37- Personal Information	Personal Information relating to others
46	5074.1 - 5074.13		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
47 and 48	5075.2 - 5076.10		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
50	Appendix 1		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
51	Appendix 2		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others

IE Board Minutes 31st August 2021

Page #	Minute #		Section of Act Applicable	
53	5085.1		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
54	5085.6 -5085.7		Schedule 1 Part 1 (p) - Partially Included agencies	Iarrród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
54	5086.12		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
55	5087.5 - 5087.6		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
56	5088.2		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
56	5088.9		~	CIÉ does not fall within the FOI legislation
57	5089.1 - 5089.5		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
57 and 58	5090.2 5090.3		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
58	5090.5 - 5090.12		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
59	5091.2		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
60	Appendix 1		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
61	Appendix 2		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others

IE Board Minutes 18th October 2021

Page #	Minute #		Section of Act Applicable	
65	5099.7		Schedule 1 Part 1 (p) - Partially Included agencies	Iarrród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
66	5100.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
67	5101.6		Schedule 1 Part 1 (p) - Partially Included agencies	Iarrród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
67	5101.7 - 5101.8		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved - CIÉ does not fall within the FOI legislation
68 to 69	5102.1 - 5102.5		Section 36(1)(b) - Commercially Sensitive InformationSchedule 1 Part 1 (p) - Partially Included agencies	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved - Iarrród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
69	5103.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
69	5103.6 -5103.7		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
70	5103.8		Schedule 1 Part 1 (p) - Partially Included agencies	Iarrród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
70	5103.9 - 5103.14		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
71	5107.1		Section 37- Personal Information	Personal Information relating to others
72	Appendix 1		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
73	Appendix 2		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others

74	Appendix 3		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
IE Board Minutes 30th November 2021				
Page #	Minute #		Section of Act Applicable	
76	5013.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
77	5114.2		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
77	5114.4		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
77	5114.5		Section 36(1)(b) - Commercially Sensitive Information - Schedule 1 Part 2 - Exempt Agencies	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved -Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
78	5115.5		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
79	5115.5		Section 37- Personal Information	Personal Information relating to others
79	5115.7		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
79 to 80	5116.1 - 5116.9		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
80 - 81	5117.2 - 5117.3		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
81	5117.4 - 5117.5		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
81	5117.6		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
81	5103.7 - 5103.14		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
83	5106		Section 37- Personal Information	Personal Information relating to others
84	Appendix 1		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
85	Appendix 2		Section 36(1)(b) - Commercially Sensitive Information & Section 37- Personal Information	Commercially sensitive information which could prejudice the conduct of negotiations - Personal Information relating to others
IE Board Minutes 18th January 2022				
Page #	Minute #		Section of Act Applicable	
2	5126.1		Section 36(1)(b) - Commercially Sensitive Information	financial information whose disclosure could reasonably be expected to result in a fin loss to those involved
2	5127.1		Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FORTYFIFTH
BOARD MEETING HELD ON TUESDAY 19th JANUARY 2021
AT 9.00AM VIA MICROSOFT TEAMS
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairman*
	Ms. Suzy Byrne	Director*
	Ms. Carolyn Griffiths	Director*
	Ms. Denise Guinan	Director*
	Ms. Valerie Little	Director*
	Mr. Mal McGreevy	Director*
	Dr. Peter Mulholland	Director*
	Ms. Sarah Roarty	Director*
	Mr. Tommy Wynne	Director*
	(collectively referred to as the “ board and/or “ Director/s ”)	
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Financial Officer*
	Mr. Gerry Culligan	Commercial Director*
	Mr. Don Cunningham	Director Infrastructure Manager *
	Mr Dave McCabe	Company Secretary*
	Mr. Billy Gilpin	Director Railway Undertaking*
	Mr. Jim Meade	Chief Executive*
	Mr. Peter Muldoon	Director Capital Investments *
	Mr. Lorcan O’Connor	Chief Executive, CIÉ*
	Mr. Michael Power	Head of Transformation*/**
	Mr. James Dunne	Head of Capital Investment*/**
	Ms. Maria Johnson	Finance Manager – Capital Investments*/**
	Mr. Garrett Doocey	Principal Officer at Department of Transport - Sustainable Mobility (Investment & Policy) Division*/**

**via Microsoft Teams*

***for part of the Meeting*

MIN NO.

5014 CONSTITUTION OF THE MEETING

- 5014.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairman.
- 5014.2 It was further noted that due to travel restrictions in place in response to the COVID-19 pandemic, the Meeting was to take place virtually via Microsoft teams. Each participant of the Meeting confirmed that they could hear each other speak.
- 5014.3 The Chairman reported that the board had a tradition of holding the board January strategy day at one of the regional Company offices but due to COVID-19 restrictions, it was not possible to do so in 2021. He added that the board would hopefully host a board meeting at a regional office later in 2021, if lockdowns and travel restrictions were lifted.

5015 DIRECTORS' INTERESTS

5015.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5016 CHAIRMAN'S COMMENTS

5016.1 The Chairman reported that he and Mr Meade had met with the Minister of Transport (the "**Minister**") and representatives from the Department of Transport ("**DoT**") to discuss the vision for the Company, and in particular, the development of regional networks. The Chairman noted that the aim of today's Meeting was to review the Company's longer-term strategy and allow Directors input into such a strategy.

5017 MINUTES

5017.1 The Chairman presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meetings of the Company held on 17th November 2020 and 1st December 2020 which had been circulated in advance of the Meeting (the "**Previous Minutes**"). Ms Griffiths requested that the Directors' participation in development of the strategy be included within the Previous Minutes. **Action Point – Mr McCabe**

5017.2 **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing, subject to the incorporation of Ms Griffiths comment, by the Chairman of the meeting be and is hereby approved.

Mr Doocey joined the Meeting

5018 GUEST SPEAKER

5018.1 Mr Doocey introduced himself to the board and noted that he acted as Principal Officer at the DoT in the Sustainable Mobility (Investment & Policy) Division.

5018.2 Mr Doocey provided the board with an overview of the structure of the DoT, noting the responsibilities of each division. Mr Doocey advised the board of a breakdown of the methods of transportation used by the public from the period 2013 to 2019 and also provided the board with a breakdown of the reasons that the Irish public travelled, such as for work and shopping, for the same period. Mr Doocey further advised that the method of transport for the Irish public differed depending whether they were located in an urban or rural setting. Mr Doocey added that the change of approximately 50% of the working population now working from home due COVID-19 would have an impact on the future analysis.

5018.3 Mr Doocey reported that some of the challenges faced by Ireland with regards to transportation was climate action, congestion, accessibility and value for money.

5018.4 Mr Doocey explained that the EU Sustainable and Smart Mobility Strategy launched in December 2019 that had overall ambition for a 90% reduction in transport emissions by 2050 and advised that 2021 was designated the EU Year of Rail. With regards to Ireland, Mr Doocey advised that the National Development Plan ("**NDP**") and Climate Action Plan ("**CAP**") were in the process of being reviewed and updated. Mr Doocey noted that a review of Sustainable Mobility Policy had launched in late 2019.

5018.5 Mr Doocey advised that the DoT set policy and the investment framework via the National Investment Framework for Transport in Ireland ("**NIFTI**") and the NDP and noted that the strategy was then developed by the National Transport Authority ("**NTA**") which allocated funding to the transport operating companies to implement such strategies.

5018.6 Mr Doocey explained that it was imperative to have good governance structure in place when developing infrastructure and transportation projects in Ireland. He noted that the major projects governance oversight group consisted of DoT members and three independent external members. With regards to project business cases, Mr Doocey advised that the DoT had entered into

arrangements with JASPERS, an agency jointly established and funded by the European Commission and European Investment Bank, to ensure that each of the business cases are independently reviewed prior to any recommendation being made to the Irish Government. He further advised that a new process had been developed for 2021 in which the Department of Public Expenditure and Reform (“DEPR”) would review and provide external assurance for each business case.

- 5018.7 Mr Doocey reported that NIFTI’s priorities consisted of decarbonisation, enhanced regional and rural connectivity, mobility of people and goods in urban areas and also protection, improvement and renewal projects throughout the country.
- 5018.8 Mr Doocey advised that a review of the Infrastructure Manager Multi Annual Contract (“IMMAC”) 2014 to 2018 had led to changes to the IMMAC that included improved levels of funding. He noted that the IMMAC 2020 to 2024 was now in place and advised that the issue of track access charges (“TAC”) was currently being reviewed.
- 5018.9 Mr Doocey reported that a review of NDP had been launched in late 2020 and advised that a new NDP period from 2021 to 2031 was to be put in place. He noted that the DoT had engaged with agencies based on the NIFTI framework and noted that initial submissions to DPER were expected in early 2021 with the NDP envisaged to be finalised by summer 2021.
- 5018.10 Mr Doocey explained that metropolitan area transport strategies were to link to housing delivery strategies for regions such as Dublin, Limerick, Galway and Limerick. Mr Doocey noted that the ambition was to use the Strategic Rail Review (“SRR”) to explore the potential for rail in inter-urban and inter-regional mobility over the medium to longer term and set out a pathway to decarbonisation of inter-urban and inter-regional transportation.
- 5018.11 Mr Doocey reported that some of the key priorities for 2021 was to publish the sustainable mobility policy and launch the SSR. He noted that another priority would be the approval of the DART expansion programme and the exploration of the funding opportunities from the EU recovery and resilience facility and PEACE PLUS programme.
- 5018.12 The Directors thanked Mr Doocey for his presentation.
- 5018.13 Ms Roarty advised that a modal shift from car to train was influenced by factors beyond the provision of additional services, and noted that for example, Oranmore station has free car parking provided by the local authority which had a direct result on the increased patronage of the service. Mr Doocey said that demand management was a focus in developing strategy and that behavioural change process could be implemented to encourage people to switch their current travel routines.
- 5018.14 The Chairman noted that the SRR would take an all island approach. Mr McGreevy advised that the Company and NI Railways were collaborating with regards the electrification of the Enterprise service. Ms Griffiths queried the driving group behind the SRR. Mr Doocey replied that a quarterly steering group would meet to steer the SRR. Mr Doocey noted that the terms of reference for SSR were close to finalisation.
- 5018.15 The Chairman noted that there were many agencies and organisations which reviewed each capital project prior to the project being implemented and queried if there was a worry that projects may move quite slowly. Mr Doocey acknowledged that the many layers involved for project approvals may delay the decision-making process, but noted that it was important that multi-billion euro public projects had a robust oversight and review process in place. Mr Mulholland suggested that various review and approval processes could run in parallel to create efficiency.
- 5018.16 Mr Mulholland questioned what level of funding was anticipated to be availed from EU sources. Mr Doocey advised that in EU funding could be in the region of 20% to 30% for capital projects but that studies for projects may avail of up to 50% of funding cost. He noted that the DoT worked with JASPERS to identify which parts of projects could avail of EU funding and assist in making applications to the relevant EU organisations.

5018.17 Ms Byrne queried if accessibility was a priority in the planning process for new projects. Mr Meade advised that the Company tried to ensure synergy with the DoT to ensure that accessibility was incorporated into the planning stage.

Mr Doocey left the Meeting

Ms Johnson and Mr Dunne joined the Meeting

5019 Capital investments Presentation

5019.1 Mr Muldoon provided the board with an overview the Company's capital investment team and introduced Mr Dunne and Ms Johnson to the Directors.

Stakeholder Interaction Overview

5019.1 Mr Dunne reported that Ireland's planning hierarchy consisted of the NPF, NDP, NIFTI and the Strategic Investment Framework for Land Transport ("SIFLT") at a national level and also consisted of several regional and local development plans/strategies.

5019.2 Mr Dunne explained that the Company reviews the possibilities and strategies for the development, expansion, and long-term sustainability of the rail network of Ireland aimed to assist in achieving national, regional, and local objectives. He added that the Company aimed to directly influence and contribute to the formulation and implementation of national transport strategies and regional transport strategies through stakeholder engagement at all levels of the planning hierarchy.

5019.3 Mr Dunne reported that Capital Investment team feed into the Company Strategy 2020 to 2027. The Capital Investment team then used the outputs from the Strategy 2020 to 2027 and the strategies developed to gain buy in from stakeholders and aimed to have the Company's objectives incorporated into City and County Development Plans, Transport Strategies etc. and then seek funding from the relevant sources to begin project development.

5019.4 Mr Dunne advised that the Company had made a submission in December 2020 to the DoT that consisted of 32 projects proposed in the revised NDP.

5019.5 Mr Dunne explained that the Transport Strategy for the Greater Dublin Area 2016 to 2035 was prepared by the NTA and adopted by the Government in 2016 and advised that this review would assess the implementation of the current plan and look to produce an updated strategy which would set out the framework for investment in transport infrastructure and services, for a twenty year period from 2022 to 2042. Mr Dunne noted that this submission was due by 22nd January 2021. Mr Dunne further noted that the DART+ Underground, DART expansion, Navan Rail appraisal and development, amongst other proposals would be included in this submission.

5019.6 With regards to the Cork development, Mr Dunne advised that it was aimed to double the capacity for the Cork region and to introduce electric multiple units. Mr Dunne noted the Company had engagement with Limerick City and County Council, Clare County Council, and the NTA for the Limerick/Shannon Region Development that included Colbert station enhancements and the opening of several regional stations. Mr Dunne reported that the Company aimed to increase capacity in the Galway region and redevelop Ceannt Station.

Financial Governance

5019.7 Ms Johnson reported that the Company needed to ensure that value for money was demonstrated for capital projects and noted that a project could be said to be value for money when the project was shown to be effective, efficient and bring economic value.

5019.8 Ms Johnson advised that the Company aimed to build a leading-edge financial governance environment founded on three pillars: strong financial management, effective leadership and an ethical culture.

- 5019.9 Ms Johnson provided the board with an overview of the financial governance structure which required that the Company adhere to the Company's cost, project and risk management policies, in addition to the Company's procurement policy. Ms Johnson added that the Company also had to adhere to the NTA guidelines and provide the NTA with accurate cash flow forecast and strong reliable information on an on-going basis. Ms Johnson noted that the Company had to conduct its operations within the objectives and ethos of the Public Spending Code.
- 5019.10 Ms Johnson explained that once a project budget was approved by the Company, the project team and assistant director review would periodical review the projects performance, before a final review the Director for capital investments prior to being submitted for a periodic review by the Chief Financial Officer and Chief Executive Officer. Ms Johnson noted that project reviews/updates and progression would then be submitted to the Company's executive group and board for review.
- 5019.11 Ms Johnson reported that the financial governance team had three new members and noted that the orientation and training of these new tea members was a focus aera for 2021. Ms Johnson noted that other key areas of focus for 2021 was the introduction of permanent timesheet solution, improved project reporting that included value for money metrics matrix, Cash/Expenditure reporting alignment, ongoing project control review and an ongoing accounting policy review in line with developments in Irish Generally Accepted Accounting Practice.
- 5019.12 The board thanked Ms Johnson and Mr Dunne for their presentations.
- 5019.13 The Chairman noted that it was positive that the Company was being proactive and providing input into national, regional and local development.
- 5019.14 Mr McGreevy noted that the Company's plans for electrification and queried if the Company should be more ambitious with its electrification aims. Mr Muldoon noted that a review of the Dublin fleet was conducted three years previous and advsied that the Company had requested funding for a national fleet review. The Chairman noted that the Company would have to be weary of financial issues with regards to fleet selection and noted that the Company was set to deliberate on the purchase of rolling stock for the Company later in 2021.

Mr Dunne and Ms Johnson left the Meeting

Mr Power joined the Meeting

5020 2040 RAIL VISION/STRATEGY

- 5020.1 Mr Meade reported that the Company had engaged SYSTRA to develop the Company's 2040 Strategy (the "**2040 Project**"). Mr Meade explained that as part of the process for developing the 2040 Project, SYSTRA and the Company would review the NDP and NDF, amongst other plans as noted during the presentation by Mr Doocey, to ensure that 2040 Plan had an alignment with such development plans.
- 5020.2 Mr Meade advised that it was proposed that the Directors review the SYSTRA terms of reference as included in the board materials and that a first principles review of the strategic direction of the 2040 Project be reviewed at a later meeting in 2021. Ms Griffiths noted that the board was keen to engage in such a first principles review and advsied that it would be useful for the board to discuss the case studies incorporated into the 2040 Project. Mr Power advised that case studies had yet to be selected for the 2040 Project and noted that that there was would be an opportunity to contribute to such a selection.
- 5020.3 The Chairman noted that it was imperative that the 2040 Project was completed in a timely manner that allowed the 2040 Project to inform the development of the NDP and other such strategies. Mr Roarty advised that it was important that the Directors bear mind how the Company could align with the general publics transportation needs. The Directors requested that Mr Meade review the scheduling of a first principles meeting with regards to the 2040 Project.
ACTION POINT – Mr Meade
- 5020.4 Mr McGreevy noted that the Company must incorporate the EU commitment to net zero carbon into the 2040 Project. He added that the 2040 Project should consider the role of freight for the Company and the vision for the Company's Infrastructure. Mr McGreevy advised that the 2040

Project should be conscious also of the review of the CAP. The Chairman agreed that the 2040 Project would need to be aligned with the CAP and NDP that aimed to improve public transportation and increase passenger numbers in Ireland. The Chairman noted that he would liaise with Mr Meade to facilitate a discussion session with regards to the Company's decarbonisation. Ms Griffiths added that this discussion could be done remotely and should be allotted a full day discussion.

5021 RAIL FREIGHT STRATEGY

5021.1

[REDACTED]

5021.2

[REDACTED]

5021.3

[REDACTED]

5021.4

[REDACTED]

5021.5

[REDACTED]

5021.6

[REDACTED]

5021.7

[REDACTED]

5021.8

[REDACTED]

5021.9

[REDACTED]

5021.10

5021.11

5022 REVIEW OF COMMITTEE/ADVISORY GROUP TERMS OF REFERENCE (“TOR”)

5022.1 The Chairman noted that an advisory note for the review of the Company’s committees and advisory groups had been included in the board pack.

5022.2 The Chairman reported that it was proposed that the Infrastructure Advisory Group and Train Advisory Group be merged into the Service Delivery Advisory Group (“SDAG”). He added that a draft ToR for SDAG had been included for review by the board.

5022.3 Mr Meade noted that each of the Company’s ToR had been included in the board pack and advised that at the first meetings of 2021, that each Committee/Advisory Group were to review their ToR and submit a revised version for board approval, where relevant.

5022.4 Mr Meade reported that draft ToR for the new Capital Investments Advisory Group had been included in the board pack. Mr Meade advised that it was to be recommend that the Infrastructure Technology Advisory Group be disbanded as it completed its mandate. Mr Meade noted that it was further proposed that the Strategy Advisory Group activities be scaled back, as it was approaching the end of its established mandate.

5022.5 The board requested that the required Directors/chairperson be added to the SDAG’s ToR. **ACTION POINT – D McCabe/The board**

5022.6 The board noted that the board’s ToR had been included in the board for review. The board requested that the Company Secretary review the process for increasing the Company’s quorum from the current minimum of two Directors. **ACTION POINT – D McCabe**

5022.7 With regards to the Human Resources Advisory Group (“HRAG”), the Chairman asked for the Directors views on the continuation of HRAG. Mr Mulholland and Ms Little commented that the continuation of the HRAG sent a clear message that human resources continued to be a key focus area of the Company and that the HRAG should be allowed to continue its operations.

5023 Board professional development 2021 overview

5023.1 The Chairman noted that an advisory note on continuous professional development (“CPD”) for the board had been included in the board pack. It was agreed by the board that a tailored half-day CPD session be arranged on the topics noted within the advisory note be scheduled.

5023.2 Ms Griffiths noted that technical training should also be arranged in 2021 for the board. The Chairman advised that a technical training session with regards to rolling stock was to be arranged in advance of the board providing an approval for the purchase of rolling stock for the Company.

5023.3 Ms Roarty requested that a presentation be arranged with regards to Rosslare in 2021. **ACTION POINT J Meade**

5023.4

5024.5 The board discussed the release of the review of Western Rail Corridor Phases 2 and 3 and noted that the Company would continue to monitor and review the case for the western rail corridor reopening.

5025 IARNRÓD ÉIREANN BOARD EFFECTIVENESS REPORT

5025.1 The Chairman noted that a summary of the feedback received from the board self-assessment evaluation questionnaire (the “**Questionnaire**”) had been included.

5025.2 The Chairman advised that some of the key points from the Questionnaire feedback was the incorporation of a 15-minute break into the board meetings and the timelier circulation of board papers before board meetings.

5026 ANY OTHER BUSINESS

5026.1 The board noted that the next Board meeting was scheduled to be held on Tuesday, 9th February 2021 at 9:30am via Microsoft Teams.

5026.2 There being no further business, the Chairman called the Meeting to a close.

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FORTYFOURTH
BOARD MEETING HELD ON TUESDAY 9th FEBRUARY 2021
AT 9.30AM VIA MICROSOFT TEAMS
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairman
	Ms. Suzy Byrne	Director
	Ms. Carolyn Griffiths	Director
	Ms. Denise Guinan	Director
	Ms. Valerie Little	Director
	Mr. Mal McGreevy	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
	(collectively referred to as the “Board and/or “Director/s”)	
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Financial Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Don Cunningham	Director Infrastructure Manager
	Mr Dave McCabe	Company Secretary
	Mr. Billy Gilpin	Director Railway Undertaking
	Mr. Niall Grogan	Group Property Manager, CIÉ*
	Ms. Qian Li	Acting Chief Procurement Officer*
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ*
	Mr Norman Harte	Equality Officer*
	Mr Glenn Carr	General Manager Freight & Rosslare Europort*

**for part of the Meeting*

MIN NO.

5027 CONSTITUTION OF THE MEETING

- 5027.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairman.
- 5027.2 It was further noted that due to travel restrictions in place in response to the COVID-19 pandemic, the Meeting was to take place virtually via Microsoft teams. Each participant of the Meeting confirmed that they could hear each other speak.

5028 DIRECTORS’ INTERESTS

- 5028.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5029 MINUTES

- 5029.1 The Chairman presented to the Meeting for consideration and, if thought fit, approval of the minutes

of the board meetings of the Company held on 19th January 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). Ms Roarty and Ms Griffiths and Ms Roarty advised that they wish to incorporate some amendments to the Previous Minutes in relation to development of long-term strategy and undertook to advise of such via e-mail. **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairman of the meeting be and is hereby approved, subject to amendments advised by the Board.

5030 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5030.1 The Board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points had been closed aside from those discussed below.

5030.2 *No. 589 Following the receipt of tender quotes, a final fleet options paper is to be presented which should refer to risks such as current capacity constraints, cash flow, progress with signalling and TPS, control centre and availability of electricity. This paper should be available April 2021. P Muldoon/ P Smyth* – Mr Meade noted that a detailed presentation on fleet options available to the Company was to be scheduled with the Board in early March 2021 in advance of the Board being requested to approve the procurement of new rolling stock for the Company.

5030.5 *No 685 Mr Meade to review the organisation of a first principles discussion by the Board for the 2040 Strategy*– Mr Meade noted that SYSTRA had confirmed that they could facilitate a first principles discussion with the Board around methodology to be used to create the 2040 strategy. It was noted that that this session would provide the Board with an engagement that was founded with strategic analysis tools to systematically derive an outline strategy. proposed the session should span more than one day particularly as this session would be conducted by via Microsoft Teams.

5031 CHAIRMAN’S COMMENTS

5031.1 The Chairman expressed his condolences to the family and colleagues of [REDACTED]

5031.2 With regards to the recent publication of the EY independent review of the Review of Western Rail Corridor Phases 2 and 3 (Athenry to Claremorris) (the “**Western Rail Corridor Report**”) on the Department of Transport (“**DoT**”) website, the Chairman noted that the Western Rail Corridor Report had been supervised by the DoT and advised that he felt that the methodology used in the report was narrow. Ms Roarty noted that this report had received a negative response within the Galway region and advised that another report on the Western rail corridor was to be compiled that reviewed the wider economic benefits for the region as opposed to being focused on value for money.

Mr Harte joined the Meeting

5032 STRATEGY

Equality and Diversity Presentation

5032.1 Mr Harte introduced himself to the Board and noted that he acted as the Company’s Equality Officer. Mr Harte provided the Board with an overview of equality legislation and regulations which had been enacted and noted that the Company wished to develop its equality and diversity strategy beyond just legal compliance and make equality and diversity part of the overall Company strategy.

5032.2 Mr Harte reported that the Company had been awarded a bronze award by the Irish Centre for Diversity and had drew up a strategy to win the silver award in the near future. Mr Harte explained that following a review, 65% of staff believed that equality, diversity, and inclusion (“**EDI**”) was taken seriously by the Company and 76% of respondents were aware pf EDI polices in place at the Company.

5032.3 Mr Harte noted that the Company worked with several external bodies, such as IBEC Diversity Forum, EU women in Transport, Diversity Charter Ireland, Irish Human Rights Equality Commission and the Irish Immigrant Council. Mr Harte advised that the Company introduced an EDI Steering group to further review and address EDI issues. Ms Byrne noted that it was requested that she join this steering group and advised that she wished the group to be attentive to different groups and their experiences.

5032.4 Mr Wynne noted that several staff from different backgrounds worked in the Company and had noted a positive experience with the Company and that there had also been an increase in women at driver grade. He advised that it was important that the steering group had frontline participation. Mr Harte replied that the steering group would be made up of senior managers but that sub-groups would be established that would have frontline workers and that it was important that the Company's EDI work was communicated to all staff in the organisation.

Mr Harte left the Meeting

Mr Carr joined the Meeting

Rosslare Europort (the "Port") Presentation

5032.05 [REDACTED]

5032.06 [REDACTED]

5032.07 [REDACTED]

5032.08 [REDACTED]

5032.09 [REDACTED]

Mr Carr left the Meeting

Advisory Group/Committee Chair appointment Advisory Note (the "AG Note")

5032.10 The Board noted the AG noted contained in the Board materials. The Chairman noted that Mr McGreevy would chair the newly established Service Delivery Advisory Group ("SDAG") and that Mr Pat O' Donoghue would chair the Capital Investment Advisory Group. The Chairman further noted that Mr Mike Sowden and Mr David Wilkinson would remain for transitional period as SDAG members.

5033 CHIEF EXECUTIVE'S REPORT

5033.1 Mr Meade presented the Chief Executive's report ("CEO Report") and KPI Dashboard for the Company's reporting period 13 ("P13") that had been included in the Board pack. The Board noted the contents of the CEO Report and KPI Dashboard.

5033.2 Mr Meade reported that a webinar to engage the stakeholders of the Company's strategy to 2027 was scheduled for 19th February 2021 with the objective to launch the strategy 2027 and generate a broader conversation on the future of rail development in Ireland. He advised that the Minister for Transport was to take part in the webinar.

5033.3 Ms Roarty queried if any Company staff were to be given COVID-19 vaccine priority. Mr Meade replied that a list of the Company's front line staff had been provided to the government.

Financial Report

5033.4 Mr Cronin reported that the overall Company revenue continued to be down and advised that increased public service obligation payments had been used to offset this revenue decrease. He advised that that funded capital enhancement work of [REDACTED] was adverse to budget in the year ([REDACTED]) due in the main to ([REDACTED]) for the payment of new EMU fleet which did not proceed in the year.

Train Operations ("TO") Report

5033.5 Mr Gilpin presented the TO Report for the Period. Ms Griffiths requested that a note on level crossing investigations be provided to the Board. **Action Point – Mr Gilpin**

Commercial Report

5033.6 Mr Culligan presented the Commercial Report for the Period.

Infrastructure Manager Report (the "IM Report")

5033.7 Mr Cunningham presented the IM Report for the Period. Ms Roarty noted the lift and escalator renewal project update in IM report and commented that it was positive to see progress on the project. Ms Byrne queried the cost with the installation of a changing places public toilet. Mr Cunningham advised that it could be between [REDACTED]. Ms Griffiths stated she was surprised by the low number of changing places facilities and requested that a rationale for the number and location in the network be provided to the Board. **Action Point – J Meade**

Capital Investments Report

5033.8 The Board noted the contents of the Capital Investments Report. Mr Muldoon noted that the Company had discussed DART+ West and the Docklands station relocation with the NTA and advised that the NTA had decided that the Docklands station relocation benefits outweighed the costs associated with the relocation and requested the Company to include the relocated station in the DART+ project.

Mr Grogan entered the Meeting

5034 ADVISORY/POLICY PAPERS

Property Items

5034.1 The Board noted the Property Report for the Period as included in the Board pack that was circulated in advance of the Meeting.

5034.2 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Mr Grogan left the Meeting

Disposal Approval

5034.3 The Board noted that it had been requested to approve a contract for scrapping of [REDACTED] assets that have a nil net book value, as set out within the Board pack. (the “**Disposal Proposal**”).

IT WAS RESOLVED that Disposal Proposal be and is hereby approved in the form presented to the Meeting.

5035 CAPITAL EXPENDITURE

Capital Expenditure Proposals

5035.1 The Board noted that the approval was sought for the expenditure of [REDACTED] to continue the progress of an asset renewal programme across stations on the network (“**Asset Renewal Proposal**”) which will enhance the customer experience and ensure that the 2021 renewal programme. It noted that it was fully funded by the NTA. **IT WAS RESOLVED** that the Asset Renewal Proposal be and is hereby approved.

5035.2 The Board noted that approval was sought for expenditure in the amount of [REDACTED] for the implementation of a managed cloud-based Human Capital Management System. (the “**HCM Proposal**”) The funding source was included in the MAC. **IT WAS RESOLVED** that HCM Proposal be and is hereby approved in the form presented to the Meeting.

5035.3 The Board noted that approval was sought for expenditure in the amount of [REDACTED] to provide maintenance and system support for the three lineside acoustic monitoring and detection system across years 6-10 of the 15-year maintenance agreement. (the “**Maintenance Proposal**”) The funding source was included in the IMAC. **IT WAS RESOLVED** that Maintenance Proposal be and is hereby approved in the form presented to the Meeting.

5035.4 The Board noted that approval was sought for expenditure in the amount of [REDACTED] to progress preliminary design, planning and statutory process, and detail design (Phases 2, 3, 4 of the Project Management Procedures) for a full station accessibility upgrade of Ennis Station, including substantial platform remodelling.. (the “**Ennis Station Proposal**”) It was noted that the funding source was NTA. **IT WAS RESOLVED** that Ennis Station Proposal be and is hereby approved in the form presented to the Meeting.

5035.5 The Board noted that approval was sought for expenditure in the amount of [REDACTED] to complete the detailed design and tender process for ‘Package A1’ full Accessibility upgrade works, including footbridges with lifts, at Dalkey station and Gormanston station. (the “**Upgrade Proposal**”) It was noted the funding source was included in the NTA. **IT WAS RESOLVED** that Upgrade Proposal be and is hereby approved in the form presented to the Meeting.

5035.6 The Board noted that approval was sought for the following:

- i. Amend the scope of the Limerick Junction Down Platform – Construction Stage project to remove the NTA funded elements and reduce the budget to [REDACTED].
- ii. Amend the scope the Accessibility Programme 2019 Project to include the NTA funded works and increase the budget from [REDACTED] to [REDACTED] (the “**Project Changes Proposal**”)

IT WAS RESOLVED that the Project Changes Proposal be and is hereby approved in the form presented to the Meeting.

5035.7 The Board noted that approval was sought for expenditure for additional expenditure of [REDACTED] for the preparation of a feasibility study forming part of the concept and feasibility stage (Phase 1

of the Project Management Procedures) for enhanced capacity between Galway and Athenry. The additional expenditure would increase the overall approved project budget to [REDACTED] (the “Capacity Feasibility Study Proposal”). **IT WAS RESOLVED** that Capacity Feasibility Study Proposal be and is hereby approved in the form presented to the Meeting.

- 5035.8 The Board noted that approval was sought for expenditure of [REDACTED] to commence Phase for the Heuston Station Masterplan Enabling Works project. (the “Heuston Station Masterplan Proposal”) The funding source was noted as Córas Iompair Éireann’s own resources. **IT WAS RESOLVED** that Heuston Station Masterplan Proposal be and is hereby approved in the form presented to the Meeting.

Close-out Reports

- 5035.9 The Board acknowledged the Limerick Station Main Building Roof Renewal and Cork, Kent station transport interchange close-out reports as included in the Board pack.

Ms Li entered the Meeting

5036 **PROCUREMENT**

- 5036.1 Ms Li presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

- 5036.2 Ms Li noted that it was proposed that a contract be awarded for sought to award a contract to Version 1 and Oracle for the provision of a Human Capital Management Integrated Workforce Solution. She further noted that this Contract would operate for a period of five years with an option to extend by up to a further three years. The total estimated contract value for the initial 5 years was [REDACTED] and the total value over the full 8-year term was estimated at [REDACTED]. (the “HCM Proposal”). **IT WAS RESOLVED** that the HCM Proposal be and is hereby approved in the form presented to the Meeting.

- 5036.3 Ms Li presented the procurement proposal paper for the award of a contract to extend the term of the current contract with Wabtec Track IQ to provide continued maintenance and system support for three lineside acoustic monitoring and detection systems. She advised that a contract was awarded in 2015 at a value of [REDACTED]. The contract included the option to extend the term of the service level agreement by a further 5 years and was proposed to utilise this extension option. Ms Li noted that the estimated value of the proposed contract extension is [REDACTED] which will bring the total cost of the contract to [REDACTED]. (the “Maintenance Proposal”). **IT WAS RESOLVED** that the Maintenance Proposal be and is hereby approved.

- 5036.4 Ms Li presented the procurement proposal paper for the award of a contract to Global Rail Services for mast and tower maintenance and inspection services, rigging and cabling services. The estimated value of the contract over the 5-year period was [REDACTED] excluding VAT (the “Mast and Tower Contract”). It was noted the funding source was SET Core Maintenance. **IT WAS RESOLVED** that the Mast and Tower Contract be and is hereby approved.

- 5036.5 Ms Li presented the procurement proposal paper for a contract award with Thales Transportation Systems (formerly Alcatel), without a call for competition for the continued supply of axle counters (the “Axle Proposal”). She noted that the spend since 2016 under derogation was reaching [REDACTED] and the expected spend for the next 3 years until 2024 would [REDACTED] (based on an estimated [REDACTED] per annum). She noted that the contract would facilitate the on-going replacement, maintenance and repair of equipment at existing locations and the proposed rollout of this equipment to additional sites. **IT WAS RESOLVED** that the Axle Proposal be and is hereby approved in the form presented to the Meeting. Ms Griffiths queried the value split between purchase of new axle counters and maintenance / repair of current equipment with regards to the Axle Proposal. **Action point – Mr Cunningham**

- 5036.6 Ms Li presented the procurement proposal paper for the selection and award criteria, as set out in the proposal paper, for the establishment of a multi-party framework agreement for the provision of electrical services for low voltage and high voltage equipment located on the Company and CIÉ

property. She noted that these framework agreements would operate for a period of 4 years with an option to extend for a further year and that the estimated value of works to be awarded under this framework agreement over the five year period was [REDACTED] (the “**Frame Agreement Proposal**”). **IT WAS RESOLVED** that the Frame Agreement Proposal be and is hereby approved in the form presented to the Meeting.

- 5036.7** Ms Li presented the procurement proposal paper for the selection and award criteria, set out in the proposal paper, to commence a tender process for the provision of electrical systems testing, maintenance and replacement services. It was noted that the proposed duration of the contract be 3 years with an option to extend for an additional period of up to 2 years. (the “**Electrical Systems Proposal**”). She advised that the estimated value of services to be awarded under this contract, including materials was [REDACTED] over the five-year term and that the funding source for this contract was MAC. **IT WAS RESOLVED** that the Electrical Systems Proposal be and is hereby approved in the form presented to the Meeting

Procurement Schedule for 2021

- 5036.8** The Board noted the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Ms Li left the Meeting

5037 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5037.1** Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I and appendix II together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

Note on the change of Director term limits

- 5037.2** The Board **HEREBY NOTED** the advisory note which recommend that the Company’s constitution be amended to allow for the increase of a Directors’ term limit to a maximum of five years, noting that a Director could serve a maximum of term terms and eight years in total.

Note on the change increase of the Quorum

- 5037.3** The Board **HEREBY NOTED** the advisory note which recommend that the Company’s quorum be raised from a minimum of two Directors to a minimum of three Directors.

5038 APPENDICES FOR NOTING

- 5038.1** The Board **HEREBY NOTED** the Board 2021 Forward Agenda which were appended to the Board pack circulated in advance of the Meeting.

5039 ANY OTHER BUSINESS

- 5039.1** The Board noted that the next Board meeting was scheduled to be held on Tuesday, 30 March 2021 at 9:30am in Connolly Station and via Microsoft Teams.

Private Session

- 5039.2** Ms Griffiths asked that the Board should be kept informed of public consultations on an on-going basis.
- 5039.3** Ms Roarty asked that the Board should develop a position with regards to the proposal of greenways via the grant of license by the Company.

5039.4 Ms Griffiths queried the progress of the recruitment process for the replacement of the IM director who was due to retire later in 2021. It was noted that a shortlist of external and internal candidates had been compiled and was under review.

5039.5 There being no further business, the Chairman called the Meeting to a close.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING**Approval for signing and sealing**

1. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the closure of [REDACTED] on the Athlone to Westport Railway Line, for a consideration of [REDACTED]
2. Licence in duplicate with [REDACTED], for the installation, testing, maintenance and use of fibre optic cables at the following locations on the Navan Branch Line, for a licence period of 40 years, for a licence fee of [REDACTED], subject to review in accordance with the Consumer Price Index every 5th year.
 - UBK7 at 1 mile 90 yards - Townland of Lagavooren, St. Marys, Co. Louth
 - OBK9 at 1 mile 1,006 yards - Townland of Rathmullan, Donore, Co. Louth
 - OBK10A at 2 miles 526 yards - Townland of Lagavooren, St. Mary's, Co. Louth.
3. Licence in duplicate with Gas Networks Ireland for the installation, testing, maintenance and use of fibre optic cables at the following locations for a licence period of 40 years, for a licence fee of [REDACTED] per annum (3 locations at [REDACTED] per annum per location), subject to review in accordance with the Consumer Price Index every 5th year.
 - OBW0141, Athy, Co. Kildare
 - OBW075, Milford, Co. Carlow
 - OBB044, Lusk, Co. Dublin.
4. Licence in duplicate with Gas Networks Ireland to install, repair and maintain a 32mm diameter pipe to connect into the existing gas pipe at Station Road, Bray, for a licence period of 99 years for a licence fee of [REDACTED] payable on the signing of the licence and thereafter at [REDACTED] per annum for 20 years and thereafter at [REDACTED] for the remaining 79 years, subject to review in accordance with the Consumer Price Index every 5th year.
5. Licence in duplicate with Louth County Council for the installation, testing, maintenance and use of one 1,350mm concrete surface water sewer pipe and all associated manholes to be installed underground at 1 mile 100 yards along the former Dundalk to Enniskillen/Barrack Street Branch Railway Line, for a licence period of 99 years, for a licence fee of [REDACTED]
6. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of a 250mm watermain pipe at XT086 at 28 miles 125 yards on the Mallow to Tralee Railway Line in the Townland of Freemount, Rathmore, Co. Kerry, for a licence period of 250 years, for a licence fee of [REDACTED].
7. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of one 180mm diameter OD watermain pipe at XK079 at 46 miles 178 yards on the Tara Junction to Kingscourt Railway Line at Kilmainhamwood, Co. Meath, for a licence period of 250 years, for a licence fee of [REDACTED]
8. Licence in duplicate with Killeigh Cloneygowan and Killurine Group Water Scheme CLG, for the installation, testing maintenance and use of a 100mm diameter pipe at XA039 at 54 miles 1,216 yards on the Portarlinton to Athlone Railway Line, in the Townland of Meelaghans, Geashill, Co. Offaly, for a licence period of 99 years, for a licence fee of [REDACTED]

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. [REDACTED]
[REDACTED]
[REDACTED] Port of Rosslare, [REDACTED]
[REDACTED] per annum.
2. Licence in duplicate with [REDACTED] T/A Coffee Breaks for a mobile kiosk at Skerries Railway Station, Skerries, Co. Dublin, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.
3. Licence in duplicate with [REDACTED], granting them access to pass and repass over a section of the "40 Steps" Pedestrian Footbridge, at Glanmire Road, Cork, for a licence period of 12 months, for a nil consideration.

Company Secretary
Iarnród Éireann
9th February 2021

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTIETH
BOARD MEETING HELD ON TUESDAY 30th MARCH 2021
AT 9.30AM VIA MICROSOFT TEAMS
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairman
	Ms. Suzy Byrne	Director
	Ms. Carolyn Griffiths	Director
	Ms. Denise Guinan	Director
	Ms. Valerie Little	Director
	Mr. Mal McGreevy	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
	(collectively referred to as the “board and/or “Director/s”)	
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Financial Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Don Cunningham	Director Infrastructure Manager
	Mr Dave McCabe	Company Secretary
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Qian Li	Acting Chief Procurement Officer*
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Mr Ciaran Masterson	Director of Human Resources*
	Mr James Dunne	Head of Capital Investment*
	Mr Peter Smyth	Chief Mechanical Engineer*
	Mr Emmet Cotter	Waterford District Manager*

**for part of the Meeting*

MIN NO.

5040 CONSTITUTION OF THE MEETING

- 5040.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairman.
- 5040.2 It was further noted that due to travel restrictions in place in response to the COVID-19 pandemic, the Meeting was to take place virtually via Microsoft Teams. Each participant of the Meeting confirmed that they could hear each other speak.

5041 DIRECTORS’ INTERESTS

- 5041.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5042 MINUTES

5042.1 The Chairman presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 9th February 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairman of the meeting be and is hereby approved.

5043 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5043.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points had been closed aside from those discussed below.

5043.2 *No. 678 Kishogue Station CAPEX paper to be resubmitted with a review of costings of preliminary works, in addition to a review if IE could complete some of the works and a note on the costs of the works themselves. P Muldoon*– It was noted that this paper would be put forward for approval at the June board meeting.

5043.5 *No 682 Review Directors access to IE e-mail addresses and the use of g-mail and amalgamation of e-mail addresses*– The Chair noted that procurement process for a new board pack portal was approaching finalisation and once final, this action point would be closed.

5044 CHAIRMAN’S COMMENTS

5044.1



5044.2



5044.3 The Chairman reported that he had recently met with the Minister of Transport and it was noted that the financial impact from the COVID-19 crisis on exchequer finances may have an impact on the Company’s funding and that the Company’s was monitored on a continual basis.

5044.4 The Chairman requested that presentations from Westport, Sligo and the Company’s other regional districts be provided to the board during 2021. **Action Point – Mr Meade**

Mr Cotter joined the Meeting

5045 STRATEGY

Waterford District Presentation

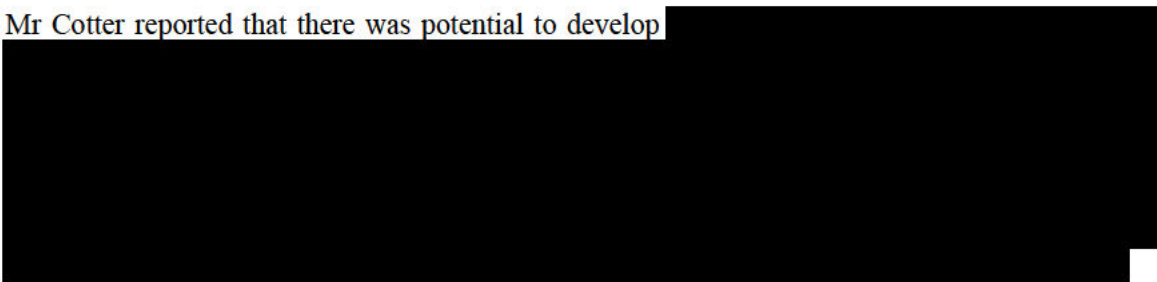
5045.1 Mr Cotter introduced himself to the board and noted that he acted as the South Eastern District (“**SED**”) Manager since 2007. Mr Cotter noted that this was one of the biggest districts in the country with 197 passenger services and two to three freight services each week. He advised that the SED consisted of 18 stations, ten of which were unmanned and that there was a total of 84 staff.

5045.2 Mr Cotter reported that the SED had been in full compliance with the Company’s COVID-19 guidelines. He noted that there had been an 85% drop due to Covid-19 but advised that the Districts revenue was plus 10% in 2019 when compared to 2018.

5045.3 Mr Cotter explained that a rock fall incident in 2013 had occurred five minutes after a passenger train had left the station and advised that this rock fall had forced the station closure. Mr Cotter explained that there had been several infrastructure improvements since this incident but noted that it had impacted on SED growth as Waterford only had one operational railway line.

5045.4 Mr Cotter explained that as part of the Waterford North Quays project, the Waterford Plunkett train station would be moved closer to the city centre and that would be 800 metres away from the current train station location. He noted that this new station would be part of an 8-hectare development that included retail, apartments and office units. Mr Cotter advised that there would be two new platforms that would be accessed via a footbridge that would lead to the city centre and that it included a retail facility in station and a bus/taxi on site. He noted that the new train station also included a large open plan office for 300 to 400 people. Mr Cotter reported that the train station would connect to the Waterford to Dungarvan greenway and the Waterford to New Ross greenway, that was due to be finalised by spring 2023.

5045.5 Mr Cotter reported that there was potential to develop



5045.6 The Chair noted that a commitment had been issued to provide funding to the North Quays development from the government and queried if COVID-19 and its economic impact may change the circumstance of the private investors which were to fund the majority of the development. Mr Cotter replied that the planning application had been approved and that building was set to commence and advised that the North Quays was in line with the targets set out in Project Ireland 2040.

Mr Cotter left the Meeting

Mr Masterson entered the Meeting

Iarnród Éireann People Strategy 2027 (the “Strategy”)

5045.7 Mr Masterson provided a presentation to the board on the Strategy and noted that this strategy provided the Company with a leadership development plan and an equality and diversity working group. Mr Masterson explained that an integrated workforce solution system (“IWS”) was to be implemented that would streamline, automate, and improve self-service people management processes and the overall staff experience. He advised that the IWS was to launch in June 2021

5045.8 Mr Masterson reported that the Strategy formed part of the overall 2027 Company strategy. He noted that the Company had a total of 4,135 staff. He explained that the Strategy had collaboration with both internal and external stakeholders.

5045.9 Mr Masterson advised that the Company had engaged with Stratis Consulting to create the Strategy and noted that Strategy revolved around four Strategic Themes. The first was building the ‘People Experience’ and noted that the Company was considered good place to work which was demonstrated by the low turnover. He noted that the IWS would improve the people management systems and connect different employee groups.

5045.10 Mr Masterson reported that the Company had sought to enhance the Company’s brand which included the establishment of a Talent Management function and implementing initiatives to embed a culture based on values. He noted that a Workforce Design Centre of Excellence unit was to be created with a responsibility for resourcing that would report to the Director of Human Resources. Mr Masterson advised that training would be provided for all people managers and recruiters on the identification and removal of unconscious biases for enhanced equality, diversity and inclusion outcomes. Mr Masterson reported that networks would be established for knowledge and

experience sharing in dealing with issues and modelling people management practices and a coaching practice would be extended to support people managers.

5045.11 Mr Masterson reported that as part of a strategic shift, it was proposed to redesignate ‘*Human Resources*’ to ‘*People Services*’ and ‘*Centre of Excellence*’ which would be consistent with the shift to a ‘*People Services*’ ethos. He advised that it was proposed that the Industrial Relations function would have a revised designation to ‘*Employment Relations*’, he noted that problem solving would remain a focus but issues such as problem sensing and avoidance would be given greater focus in working with managers.

5045.12 Mr Mulholland commented that the Strategy was very comprehensive which integrated with the overall business of the Company. The Chair noted that 11% of the workforce was female and noted that it was key to try and encourage more females to join the Company and also with regards to diversity, it was important that the Company reflected the wider community of Ireland as a whole.

5045.13 The Chair queried if the Joint Industrial Council (“**JIC**”) would offer alternative dispute resolution without the need for external mechanisms. Mr Masterson advised that the development of the JIC had close engagement with the Trade Unions. He noted that 78% of staff were Trade Union members and advised that the number of days lost in disputes was very low. Mr Masterson explained that the JIC would greatly assist with key negotiations being held internally. Mr Masterson noted that the Company had a strong relationship with Trade Unions and the Trade Unions had provided cooperation to implement operational changes in the Company.

5045.14 Ms Roarty queried if the Company provided career development opportunities to staff. Mr Masterson noted that the Company offered many development opportunities and noted that he had begun employment with the Company as an electrician and Mr Meade was as fitter who had risen through the ranks. Mr Masterson explained that the leadership development programme allowed staff to explore new opportunities within organisation.

5045.15 Mr McGreevy questioned the work undergone to identify the gender balance of new recruits for the Company. Mr Masterson replied that the Company was developing matrix to provide a gender breakdown for recent recruitment campaigns. He noted that gender pay had been decreased and that number of the leadership roles were now held by women and that all interview panels had at least one woman included. The Board requested a breakdown of female recruitments past five years. **Action Point – Mr Masterson**

5045.16 Ms Byrne noted that the Company had encouraged the recruitment of people with disabilities and queried the breakdown of the total workforce. Mr Masterson responded that it was a total of 5.1% Mr Wynne commented that the Strategy was an ambition plan and a positive direction for the Company and noted that there should be a dedicated HR number that staff could contact to raise issues which arise. Mr Masterson replied that the Centre of Excellence would provide this sort of service and was a key component to the Strategy.

5045.17 Ms Griffiths queried the progress with attracting talent outside the country to the Company. Mr Masterson responded that the Company had canvassed outside of Ireland and successful hired experts from outside of Ireland. He noted that the challenge was to that the Company had as competition from all over the world and experts sought major projects worldwide but advised that the Company continued to make progress in attracting overseas talent.

5046 NEW FLEET APPROVAL

5046.1 The Chairman noted that Mr Smyth had provided the board with a half-day briefing session which focused on the several fleet options available for purchase by the Company in advance of the Meeting.

5046.2 Mr Muldoon presented the DART+ Fleet Strategy Paper (the “**Fleet Paper**”) that sought approval for the fleet procurement strategy as set out in the Fleet Paper and noted that an initial order would be for six half-length electrified multiple units (“**EMUs**”) to provide additional capacity in the existing electrified area and 13 half-length battery electric multiple units (“**BEMUs**”) to operate on the Northern Line as far as Drogheda. Mr. Muldoon noted that the funding and infrastructure risks

associated with the purchase of EMU's can largely be mitigated by the purchase of BEMU's. The Chair commented that should the DART+ project be delayed or cancelled, the Company would still be required to replace its rolling stock and noted that the new fleet purchase had been presented for approval as part of the DART+ programme and was to be funded by such, but noted that such a purchase would still be a requirement for the Company.

- 5046.3** The Chair noted that the DART+ preliminary business case (“**PBC**”) approval had yet to be formally approved by the National Transport Authority (“**NTA**”) and that funding would not be available to the Company for the purchase of the new fleet until the PBC had been approved. Mr Muldoon noted that the NTA were aware of the timelines for approval. Mr Smyth advised that the current rolling stock was approximately 40-year olds and by purchasing the new fleet, the Company could avoid the upgrading of the old fleet for use with the new train protection system (“**TPS**”) and thus provide a cost saving to the Company. Mr Smyth explained that there was no minimum purchase order under the framework agreement which provided the Company with flexibility when purchasing the new fleet.
- 5046.4** Ms Li presented the Contract Award Paper for the Commuter Fleet Framework Agreement and Technical Support and Spares Agreement (the “**Fleet Procurement Paper**”). Ms Li explained that Tenderer A would not be revealed until the contacts were ready to be executed and all requisite approvals had been received to allow the Company to make its first new fleet purchase order. Ms Li advised that there would be a subsequent procurement paper submitted for board approval prior to the first new fleet order being placed.
- 5046.5** Mr McGreevy noted that the tender process had proved to be very successful for the Company with all the features that had been requested during the start of the tender process having been included within the successful bidder's tender. Mr McGreevy noted that it was imperative to ensure that the Company had use for BMUs over a long period. Mr Wynne noted that BMUs would be vital, should there been any delay in the advancement of the electrification project and could be used in areas awaiting electrification once the northern line had received electrification.
- 5046.6** Mr Allen queried if the tender outcome would have differed if the number of BEMUs v EMUs had been different to the number specified in the Fleet Procurement Paper. Ms Li replied that all bidders had been evaluated on the same basis that had incorporated the same assumptions, and thus the result of the preferred bidder would not have been impacted. She advised that several vehicle order scenarios had been detailed in the tender process request documentation in order to capture the overall cost for each order scenario. Mr Smyth noted that the tender evaluation covered the life cycle and capital costs and noted that the order of BEMUs gave the Company a 3-year head start to meet its emission targets and advised that the electrification project may take longer than three years to finalise. Mr Muldoon advised that the Company had identified benefits for cascading fleets and the efficiency of BEMUs that would assist the Company with regional electrification which ensured the long-term usage of BEMUs.
- 5046.7** Ms Griffiths questioned if the Company would incur a repeat cost of battery replacement over the duration of the BEMU service. Ms Li responded that a spare parts and support agreement formed part of the tender award contract.
- 5046.8** Mr Smyth noted that board approval was requested for the capital expenditure paper with regards to DART+ fleet framework contract first call off order (the “**New Fleet CAPEX Paper**”) which had been circulated in advance of the Meeting.
- 5046.9** After due and careful consideration, **IT WAS RESOLVED** that the Fleet Paper, the Fleet Procurement Paper, and the New Fleet CAPEX Paper are hereby approved in the form presented to the Meeting.
- 5046.10** The board noted the advisory note on the revised ‘DART+ PBC and the impact of these changes to the initial version approved by the board in December 2020. the board further noted that the PBC was due to be put before the NTA board for approval in the coming weeks.

Mr Dunne, Mr Smyth and Ms Li left the Meeting

5047 FINANCIAL STATEMENTS APPROVAL

5047.1 It was noted that the Company's Directors' Report, Auditor's Report, and the Financial Statements for the year ended 31st December 2020 (the "**Financial Statements**") had been circulated in advance of the meeting. Ms Little confirmed that the audit and risk committee had reviewed the Financial Statements and were recommending that the Financial Statements be approved by the board subject to approval of the draft letter of support by CIÉ.

5047.2 Mr Cronin presented the Going Concern Briefing Note (the "**Note**") which had been included in the board pack. He advised that the NTA issued a letter indicating their intention to continue to confirm the funding of PSO and noted that a verbal commitment had been received from the Department of Transport to fund the MAC as contracted. Mr Cronin advised that this note provided an overview of the 2021 and 2022 forecast for the Company and further advised the Auditors had reviewed the Note and Financial Statements and had agreed that the Company would continue to be in operational existence for a period of twelve months from the date of the Meeting.

5047.3 The board noted that a draft CIÉ letter of support addressed to the Company (the "**Support Letter**") had been included within the board materials. Mr O'Connor confirmed that the Support Letter had remained in line with the previously approved letter of support issued in November 2020 and noted that the Support Letter was to be presented for approval by CIÉ at its next meeting.

5047.4 The board noted that the audit letter of representation from the Company addressed to Mazars (the "**Letter of Representation**") had been circulated in advance of the Meeting.

After due and careful consideration, **IT WAS RESOLVED** that:

- i. the Financial Statements be and is hereby approved in the form presented to the Meeting, subject to the layout and minor reclassification changes that may be approved by the CFO and receipt of the executed Support Letter; and
- ii. The Letter of Representation be and is hereby approved in the form presented to the Meeting.

5047.5 The Chairman noted the Chief Executive's comprehensive report to the Chairman (the "**Chairman Report**") had been included in the board pack. The board duly noted the contents of the Chairman Report.

5047.6 Mr McCabe presented the notice of the Company's annual general meeting ("**AGM**") and noted that the AGM was to be held on 21st April 2021 (the "**Notice**"). **IT WAS RESOLVED** that the Notice be and is approved and that the Secretary be approved to execute the Notice and circulate to the Company's auditors and shareholders.

5048 CHIEF EXECUTIVE'S REPORT

5048.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period 2 ("**P2 and/or Period**") that had been included in the Board pack. The Board noted the contents of the CEO Report and KPI Dashboard.

5048.2 Ms Roarty noted that recent media coverage had advised that 55 per cent of women said they would not use public transport after dark and 34 per cent had feelings of insecurity which had prevented them from travelling on public transport. The board requested that this report be circulated and that a presentation from the Company's head of security be added to the forward agenda to review how the Company was to address the concerns raised by the report. **Action Point Mr Meade**

5048.3 Mr Wynne noted that the Company awaited ██████████ in funding from CIÉ for the Cork Line Relaying Project and queried if there was any update. Mr O'Connor advised that it was to be put to the Board of CIÉ for approval at its April 2021 meeting.

Financial Report

5048.4 The board noted the contents of the Financial Report included in the board pack.

Train Operations (“TO”) Report

5048.5 The board noted the contents of the TO Report included in the board pack.

Commercial Report

5048.6 The board noted the contents of the Commercial Report included in the board pack.

Infrastructure Manager Report (the “IM Report”)

5048.7 The board noted the contents of the IM Report included in the board pack.

Capital Investments Report

5048.8 The board noted the contents of the Capital Investments Report included in the board pack.

5049 ADVISORY/POLICY PAPERS

Board Safety Committee Report

5049.1 Ms Griffiths noted that the BSC had discussed a near miss incident which had occurred in October 2020 and involved three members of staff placing a welding trolley on a running line that had been struck by a train. Ms Griffiths noted that an internal investigation was ongoing, and the related staff had been disciplined.

ARC Report

5049.2 The Board noted the contents of the ARC Report.

Service Delivery Advisory Group (“SDAG”) Report

5049.3 The Board noted the contents of the SDAG Report.

Capital Investment Advisory Group (“CIAG”) Report

5049.4 The Board noted the contents of the ARC Report.

Human Resource Advisory Group (“HRAG”) Report

5049.5 The Board noted the contents of the HRAG Report.

Project Management Framework

5049.6 The board noted the contents of the advisory paper detailing the changes to the Project Management Framework. It was noted that following a review of the existing Capital Investment Division project governance environment and the introduction of the revised Public Spending Code and new NTA Project Approval Guidelines, the suite of Project Management Procedures had been reviewed and updated.

Property Items

5049.7 The board noted the Property Report for the Period as included in the Board pack that was circulated in advance of the Meeting.

5049.8 The board noted the property paper that detailed the approval that was to be sought from the Company board and the Board of CIÉ with regards to the Waterford North Quays SDZ and the construction of the new Plunkett Station and associated land transfers to/from Waterford City & County Council (the “**Waterford Approval**”). **IT WAS RESOLVED** that the Waterford be and is approved.

- 5049.9 The board noted the Property Report for the Period as included in the Board pack that was circulated in advance of the Meeting.
- 5049.10 The board noted that the paper requesting the abatement of rents for Q2 and Q3 2021 retail and other rents directly impacted by COVID 19 Restrictions (the “**Abatement Paper**”). **IT WAS RESOLVED** that the Abatement Paper be and is hereby approved.

Mr Glynn entered the Meeting

Quarterly Risk Report

- 5049.11 Mr Glynn presented the Quarterly Risk Report and provided the board with an overview of the Company’s risk register.

Mr Glynn left the Meeting

5050 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5050.1 The Board noted that the approval was sought for the expenditure of [REDACTED] for the design, manufacture, installation and commissioning of the revised Project Management procedures) of new electronic passenger information display signs at Heuston, Connolly and Kent stations. (“**PIS Proposal**”) It noted that it was funded by the NTA (aside from [REDACTED]). **IT WAS RESOLVED** that the PIS Proposal be and is hereby approved.
- 5050.2 The Board noted that approval was sought for expenditure in the amount of [REDACTED] to undertake the detailed design and tender process for the project to Eliminate/De-man the remaining 7 Manned Level Crossings on the Dublin to Cork Line. (the “**Level Crossings Proposal**”) It was noted that the project was being funded from the VAT refund received by CIÉ in 2016. **IT WAS RESOLVED** that Level Crossings Proposal be and is hereby approved in the form presented to the Meeting.
- 5050.3 The Board noted that approval was sought for expenditure in the amount of [REDACTED] for the project concept, feasibility and option selection stage for the Cork area commuter rail programme. (the “**CACRP Proposal**”) The funding source was included in the IMAC. **IT WAS RESOLVED** that CACRP Proposal be and is hereby approved in the form presented to the Meeting.
- 5050.4 The Board noted that approval was sought for expenditure sought for additional expenditure of [REDACTED] (of which [REDACTED] is ineligible for NTA funding) for the Project Concept, Feasibility & Option Selection stage for a through running platform (Mallow to Midleton / Cobh line) at Kent Station, Cork. (the “**Kent Station Proposal**”) The funding source was included in the IMAC. **IT WAS RESOLVED** that Kent Station Proposal be and is hereby approved in the form presented to the Meeting.
- 5050.5 [REDACTED]
- 5050.6 The Board noted that approval was sought to increase the scope of the DART+ West project to provide for a maintenance compound and sidings at the depot to support the Chief Civil Engineer’s mainline maintenance activities at an estimated cost of [REDACTED] for the design, Railway Order and tender preparation phases (the “**DART+ West Proposal**”) It was noted the funding source was included in the NTA. **IT WAS RESOLVED** that DART+ West Proposal be and is hereby approved in the form presented to the Meeting.
- 5050.7 The Board noted that approval was sought for the expenditure of [REDACTED] to implement the Train Consists System as identified in the ICT strategy 2020 and as required for the future Traffic

Management System that was currently being implemented. (the “**Train Consists System Proposal**”) It was noted the funding source was the NTA. **IT WAS RESOLVED** that the Train Consists System Proposal be and is hereby approved in the form presented to the Meeting.

5050.8 The Board noted that approval was sought for expenditure for additional expenditure of [REDACTED] for the preparation of a feasibility study forming part of the concept and feasibility stage (Phase 1 of the Project Management Procedures) for enhanced capacity between Galway and Athenry. The additional expenditure would increase the overall approved project budget to [REDACTED] (the “**Capacity Feasibility Study Proposal**”). **IT WAS RESOLVED** that Capacity Feasibility Study Proposal be and is hereby approved in the form presented to the Meeting.

5050.9 The Board noted that approval was sought for the expenditure of up to [REDACTED] on a Cyber Security Programme in 2021-22 and that this expenditure was subject to NTA approval. (the “**Cyber Security Proposal**”) **IT WAS RESOLVED** that Cyber Security Proposal be and is hereby approved in the form presented to the Meeting.

Close-out Reports

5050.10 The Board acknowledged the IM information technology equipment project close-out report as included in the Board pack.

Ms Li entered the Meeting

5051 PROCUREMENT

5051.1 Ms Li presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

5051.2 Ms Li noted that it was proposed that a contract be awarded without a call for competition to Scheidt & Bachmann for the for the continued supply of Fare Collection Equipment Software, Hardware and related Maintenance Services. The total estimated next expenditure over 5 years was [REDACTED]. (the “**Fare Collection Proposal**”). **IT WAS RESOLVED** that the Fare Collection Proposal be and is hereby approved in the form presented to the Meeting.

5051.3 Ms Li presented the procurement proposal paper to award a contract to Tenderer A for the Manufacture, Supply, Testing and Delivery of Fully Fitted Location Cases for the Company’s TPS. She advised that the total estimated cost of the agreement over 8 years was [REDACTED] (the “**Location Cases Proposal**”). **IT WAS RESOLVED** that the Location Cases Proposal be and is hereby approved in the form presented to the Meeting.

5051.4 Ms Li presented the procurement proposal paper for the selection and award criteria to facilitate the running of a tender process to award a contract for the redevelopment of the existing Ceannt Station, Galway with an estimated value of the contract being [REDACTED] (the “**Ceannt Station Proposal**”). **IT WAS RESOLVED** that the Ceannt Station Proposal be and is hereby approved.

5051.5 Ms Li presented the procurement proposal paper for the selection and award criteria to facilitate the procurement process for the provision of consultancy services for the coastal infrastructure protection programme with an estimated value of the contract being [REDACTED] (the “**CIPP Proposal**”). **IT WAS RESOLVED** that the CIPP Proposal be and is hereby approved.

5051.6 Ms Li presented the procurement proposal paper for the selection and award criteria for the proposed tender process for the purchase of under sleeper pads with an estimated value of the contract being [REDACTED] (the “**Sleeper Pads Proposal**”). **IT WAS RESOLVED** that the Sleeper Pads Proposal be and is hereby approved.

5051.7 Ms Li presented the procurement proposal paper for the selection and award criteria to facilitate the procurement process for the provision of consultancy services for the coastal infrastructure protection programme with an estimated value of the contract being [REDACTED] over a three year period (the “**CIPP**”). **IT WAS RESOLVED** that the CIPP be and is hereby approved.

5051.8 Ms Li presented the procurement proposal paper for the selection and award criteria in order to facilitate the running of a tender process to award a contract for the construction of an extension and enhancement of the existing Colbert Station, Limerick with an estimated value of the contract

being [REDACTED] (the “Colbert Station Proposal”). **IT WAS RESOLVED** that the Colbert Station Proposal be and is hereby approved.

- 5051.9 Ms Li presented the procurement proposal paper [REDACTED]
- 5051.10 Ms Li presented the procurement proposal paper for the award criteria for the tender process for the purchase of up to six ballast plough rail wagons with an estimated value of the contract being between [REDACTED] (the “Wagons Proposal”). **IT WAS RESOLVED** that the Wagons Proposal be and is hereby approved.
- 5051.11 Ms Li presented the procurement proposal paper for the award criteria for the provision of a network resource management platform to the Company. It was noted that it was expected that this contract would operate for a period of 10 years with an estimated value of the contract being [REDACTED] (the “NRMP Proposal”). **IT WAS RESOLVED** that the NRMP Proposal be and is hereby approved.
- 5051.12 Ms Li presented the procurement proposal paper for the award criteria for the procurement of an Independent Assessor for the DART+ Programme with an estimated value of the contract being [REDACTED] (the “Independent Assessor Proposal”). **IT WAS RESOLVED** that the Independent Assessor Proposal be and is hereby approved.
- 5051.13 Ms Li presented the procurement proposal paper for sought for the sale and disposal of approx. 600 tons of scrap rail to the value of [REDACTED] in accordance with CIÉ Group Procurement Policies and Procedures governing the disposal of assets. (the “Scrap Rail Proposal”). **IT WAS RESOLVED** that the Scrap Rail Proposal be and is hereby approved.

Supply and Delivery of Point and Crossings Contract Advisory Paper

- 5051.14 Ms Li presented the procurement advisory paper to note an increase in the total anticipated value of the current contract for the supply and delivery of points and crossings from [REDACTED] to approximately [REDACTED] over the term of the agreement and noted that the funding source was the multi-annual contract (the “Point and Crossings Proposal”). **IT WAS RESOLVED** that the Point and Crossings Proposal be and is hereby approved.

Procurement Schedule for 2021

- 5051.15 The Board noted the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Contracts Awarded > [REDACTED] 2020 Advisory Paper

- 5051.16 The Board noted the scheduled of contract awards greater than [REDACTED] that were awarded in 2020

Ms Li left the Meeting

5052 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5052.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I and appendix II together being the “Transactions”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

Revised Constitution

- 5052.2 The board noted the proposed redlined amended constitution that had been included within the board pack. Mr McCabe advised that this proposed constitution (the “Constitution”) had been revised to increase the term-limit for future Director appointments from a maximum of three years

to that of five years, for a total two terms; to increase the quorum from two Directors to three Directors; and to ensure gender neutral language was used throughout the Constitution. Mr McCabe noted that this Constitution was scheduled to be approved by the shareholders at the AGM to be held on the 21st April 2021. **IT WAS RESOLVED** that the proposed Constitution be and is hereby approved to replace the existing Constitution subject to:

- i. the approval by the Board of C oras Iompair  ireann of the matters listed at paragraphs i, ii & iii of the following resolution;
- ii. the approval, of the alterations in the Constitution by the Minister for Transport, given with the consent of the Minister for Public Expenditure and Reform;
- iii. the adoption of the Constitution by the members of the Company at the AGM; and
- iv. the Company Secretary be authorised to make the requisite filings with the Companies Registration Office for the adoption of the Constitution and

Intra-Meeting Licence execution

5052.3 **IT WAS RESOLVED** that the execution and sealing (if required) of a licence, granted by and/or to Iarnr d  ireann which have been approved, up to the amount of [REDACTED] and which due to commercial reasons must be executed without undue delay, be delegated by the Board of Iarnr d  ireann to one Director and Company Secretary and that such executed licences be ratified by the board of Iarnr d  ireann at the next constituted board meeting of Iarnr d  ireann.

5053 APPENDICES FOR NOTING

5053.1 The Board **HEREBY NOTED** the board 2021 Forward Agenda and the full Iarnr d  ireann People Strategy 2027 which were appended to the board pack circulated in advance of the Meeting.

5054 ANY OTHER BUSINESS

5054.1 The board noted that the next board meeting was scheduled to be held on Tuesday, 18th May 2021 at 9:30am in Connolly Station and via Microsoft Teams.

5054.2 There being no further business, the Chairman called the Meeting to a close.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Lease in duplicate with Mr. [REDACTED] for premises to be used as a retail unit at Killiney DART and Rail Station, Co. Dublin for a term of 5 years, for a rent as follows:
 - [REDACTED] per annum – Year 1
 - € [REDACTED] per annum – Years 2 to 5
 - Or [REDACTED] of gross turnover which is payable in Years 3,4 and 5.

2. Lease in duplicate with Easycash (Ireland) Ltd., for an ATM at Connolly Station from 12th May 2020, for a term of 5 years, for a rent as follows:
 - Year 1 [REDACTED] per annum
 - Years 2-5 [REDACTED] per annum plus transaction fee as follows:
 - [REDACTED] per annum where the average number of transactions exceeds [REDACTED] per month.
 - [REDACTED] per annum where the average number of transactions exceeds [REDACTED] per month.
 - [REDACTED] per annum where the average number of transactions exceeds [REDACTED] per month.

Company Secretary
Iarnród Éireann
30th March 2021

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTIETH
BOARD MEETING HELD ON TUESDAY 18th MAY 2021
AT 9.30AM VIA MICROSOFT TEAMS
(the “MEETING”)**

PRESENT:

Mr. Frank Allen	Chair
Ms. Suzy Byrne	Director
Ms. Carolyn Griffiths	Director
Ms. Denise Guinan	Director
Ms. Valerie Little	Director
Mr. Mal McGreevy	Director
Mr. Peter Mulholland	Director
Ms. Sarah Roarty	Director
Mr. Tommy Wynne	Director

(collectively referred to as the “board and/or “Directors”)

IN ATTENDANCE:

Mr. Eddie Giblin	Management Accounting Manage
Mr. Gerry Culligan	Commercial Director
Mr. Don Cunningham	Director Infrastructure Manager
Mr. Éamonn Ballance	Chief Civil Engineer
Mr Dave McCabe	Company Secretary
Mr. Billy Gilpin	Director Railway Undertaking
Ms. Qian Li	Acting Chief Procurement Officer*
Mr. Jim Meade	Chief Executive
Mr. Peter Muldoon	Director Capital Investments
Mr. Lorcan O’Connor	Chief Executive, CIÉ
Ms. Linda Allen	Head of Talent Management*
Mr. Darren Bowe	CTC & Train Performance Manager*

**for part of the Meeting*

MIN NO.

5055 CONSTITUTION OF THE MEETING

5055.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chair.

5055.2 It was further noted that due to the pandemic, the Meeting was to take place virtually via Microsoft Teams. Each participant of the Meeting confirmed that they could hear each other.

5056 DIRECTORS’ INTERESTS

5056.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5057 MINUTES

5057.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 30th March 2021 which had been circulated in advance

of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5058 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5058.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points were closed or would be discussed during the Meeting.

5059 CHAIR’S COMMENTS

5059.1 The Chairperson advised that the Directors may be able to hold an in-person board meeting on 31st August 2021 due to Directors having received vaccinations. He noted that no attendee would be obliged to turn up physically to the meeting and an in-person meeting would be dependent on government guidelines which would be reviewed closer to the date.

5059.2 The Chairperson reported that his term of chair had ended in December 2020 and advised that the Minister of Transport had written to him of the intention to reappoint him, and the other chairpersons of the CIÉ Group companies, for another term which was subject to attendance at the Oireachtas Transport Committee (“**OTC**”). The Chairperson advised that all chairpersons had attended the OTC which had placed a focus on the CIÉ pensions. The Chairperson noted that the OTC had raised queries on the potential for free travel for all passengers, as in Luxembourg, , high speed rail in Ireland, capacity issues and post-pandemic incentives to attract people back on to public transport. The Chairperson advised that concern was raised about walk-up fares but noted that the Company offered excellent value when tickets are pre-booked. He further noted the OTC raised the lack of early morning trains from Belfast to Dublin and noted to the OTC that advanced stage in the procurement of rolling stock that would offer greater capacity for the Northern and other lines.

5059.3

[REDACTED]

5059.4 Mr Meade referred to the recent anti-social behaviour (“**ASB**”) incident at Howth Junction and advised that the Board Safety Committee (“**BSC**”) was provided with a detailed security presentation from the Company’s head of security that provided an overview of the Company’s joint operation with Gardaí. Mr Meade advised that the leaked footage of the ASB incident that had been shared widely on social media suggested that there had been a data breach within Iarnród Éireann.. Mr Meade advised that the Company could control staff that could make copies of such footage but noted that people could now film whilst watching footage which presented a risk. Mr Meade noted that a detailed investigation was underway and that all staff had been reminded of data protection obligations.

5059.5 Ms Byrne advised that there was an international issue with regards to the safety of women on public transport and noted that it must have been traumatic for victim from data breach and sharing of the video via social media. Ms Griffins noted that a communications campaign to the public about Company’s security would be required. Mr Meade advised that the Company was reviewing how to make data more secure and on-going campaign to note the Company’s increased security was part of getting people back to public transport strategy. Ms Guinan queried if the Company had met with residents of the community and had school engagement programmes. Mr Meade confirmed that such engagements were undertaken by the Company and noted that to combat ASB behaviour at Broombridge, the Company sponsored local sports team and had community/school engagement which helped reduce ASB.

Ms Allen joined the Meeting

5060 STRATEGY

Talent Management

- 5060.1** Ms Allen introduced herself to the board and noted that she had worked with the Company for 30 years and had been selected for the first woman in leadership programme at Dublin City University in 2001. Ms Allen noted that her team managed employees in their whole life cycle at the Company and helped to ensure that talent remained within the organisation. Ms Allen advised that Company ran high potential programmes, Institution of Railway Operators (“**IRO**”) Scholarships, the women in leadership roles, role exposure programmes and ran both graduates and apprenticeship programmes.
- 5060.2** Ms Allen reported that Talent Team had developed an understanding of the critical roles within the organisation and the existing talent pool which minimised transition risk and maximised responsiveness to role change to ensure that the Company had sufficient succession planning in place.
- 5060.3** Ms Allen noted that the Company had received CIMA Training and Development accreditation, and Engineers Ireland had awarded the status of CPD Approved Graduate Development Programme to the Company. Ms Roarty queried if development programmes focused on technical focused people in addition to manager positions. Ms Allen replied that leadership programmes focused on both aspects and would be tailored for the individual. Mr Meade added that the Company had reviewed all critical positions for the Company to ensure that the requisite skills and expertise were in place for each role. Mr Mulholland noted that the Ms Allen and the HR team had developed an excellent Talent Management framework and advised that the HCM system would be a valuable asset to assist with further development. Mr Mulholland added that job sculpting was key to ensuring employees could adapt with the Company and the training and involvement of line managers would be key focus for the Company.
- 5060.4** Ms Byrne advised that 18% of the Irish population were not Irish born and noted that the Company needed to ensure that it is inclusive, and the role of managers was key to this goal. Ms Allen noted that the Company had created more diverse advertisements that included more ethnic diversity and women which had increased the number of diverse applications. She further noted that the Open Doors Initiative would assist the Company with being an inclusive organisation. Mr Wynne noted that it was important to support IRO participants whilst they are working full time. He further noted that the management of expectations and timeframe for people to wishing progress to different roles needed to be in place.
- 5060.5** Mr McGreevy noted that 17% to 18% recruitments of the Company are women and queried if any benchmarking against comparable organisation had been undertaken. Ms Allen replied that researchers in the rail industry had advised that 11 to 15% was the industry average but advised that the Company did not set targets based on benchmarking. Ms Griffiths noted that sometimes technically talented people could only progress by managing people and queried if a specialised pay grade for technical focused staff was in place at the Company. Ms Allen confirmed that there was.

Ms Allen left the Meeting

Mr Bowe entered the Meeting

National Train Control Centre (“NTCC”): Transition to Operations

- 5060.6** Mr Bowe presented on the progress of the NTCC. Mr Bowe reported that the NTCC construction is to be completed by May 2022 and operational training is to begin by January 2023. He explained that the NTCC migration would occur from October 2023 to 2024.
- 5060.7** Mr Bowe reported that the GSM-R roll out would improve communications and would modernise and transform business through the innovation of a Traffic Management System (“**TMS**”) that enabled safe, efficient and consistent delivery while supporting capacity growth. Mr Bowe advised

that currently it was a manual process to make public service announcements but a more integrated centralised source of information would create efficiency and brings a more consistent approach to the TMS that would announce services automatically.

- 5060.8** Mr Bowe explained that the TMS would automate manual tasks and that the NTCC was a purpose-built facility that can control current network and is scalable to manage future growth and would be the first time that the Company would manage the whole rail network in a centralised control network. Mr Bowe advised that the NTCC would have eight signalling workstations, in-house training simulation and the NTCC would allow proactive planning and enhanced decisions making supported by the TMS. Mr Bowe noted that Connolly Station was at capacity and thus the NTCC was so very important to develop the Company's business.
- 5060.9** Mr Mulholland queried if a cyber security incident occurred, would the NTCC have backup centre that could be used. Mr Bowe advised that Connolly station would have a full replica of NTCC. Ms Griffiths commented that traffic controllers in automated environment can lose competence when required to be manual and queried if this had been factored in. Mr Bowe advised that had been factored in the team composition and the Company had a former Network Rail person involved who had brought experience from Network Rail's transition and would help ensure that manual competencies remained in staff through training.
- 5060.10** Mr McGreevy queried if there was an interdependency of NTTC and DART+ and if there was a delay in NTTC would this cause delays in the Company's expansion projects. Mr Bowe confirmed that it would and advised that there were integrations between DART+ teams and NTTC teams. Ms Roarty queried if the new technology was to have an impact on the staff workload. Mr Bowe confirmed that it would as the Company currently had a reactive TMS and advised that the NTTC would usher in a proactive approach to the TMS. The Chairperson asked if the COVID-19 pandemic had caused any delays for the NTCC. Mr Bowe responded that the NTCC timeline had some very minor delays but was very close to the schedule of building works and that the software works were on schedule.

Mr Bowe left the Meeting

5061 CHIEF EXECUTIVE'S REPORT

- 5061.1** Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period 4 ("**P4 and/or Period**") that had been included in the board pack.
- 5061.2** Mr Meade reported that there had been eleven bridge strikes during the Period across the network at a number of level crossings and advised that no pattern to these strikes had been identified. Mr McGreevy queried the majority cause of these incidents. Mr Meade replied that they mainly had been caused by vehicles failing to adhere to stop lights.
- 5061.3** Mr Meade noted that the Group wide CEOs and Chief Information Officers had met to discuss the recent HSE cyber-attack. He noted that on 14th May 2021, Conti human-operated ransomware attack had forced a HSE system shut and advised that the attack had been instigated via a phishing e-mail and had spread throughout the network when activated. Mr Meade confirmed that the Company and Group IT systems were continuously monitored and that the Company's IT system continued to be developed and upgraded.
- 5061.4** Mr Meade reported that letters of rejection had been issued, in addition to the letter of offer to Alstom SA for the provision of the Company's new rolling stock. Mr Meade noted that Alstom SA would remain the preferred bidder until the government funding had been committed.
- 5061.5** Ms Byrne noted that there had been reports of the investor withdrawing from the Waterford North Quays project and queried the impact of this. Mr Meade noted the project would be delayed until a new developer was found for the project. Ms Roarty queried if there would be any impact on the development of freight services in the region Mr Meade confirmed that there would be no impact.

Financial Report

5061.6 The board noted the contents of the Financial Report included in the board pack.

Train Operations (“TO”) Report

5061.7 The board noted the contents of the TO Report included in the board pack. Ms Little queried if the Company had a date in which the Company could increase capacity above the current restrictions of 50%. Mr Meade advised that the Company continued to lobby the government for the removal of restrictions after June 2021, as Ireland was the only country in Europe still operating with restrictions on public transport.

Commercial Report

5061.6 The board noted the contents of the Commercial Report included in the board pack. The Chair queried if NaviLens was to be put in place across the network. Mr Culligan responded that the six-month pilot would commence from July-December 2021 on the Maynooth line and following this, it could be expanded for other routes.

Infrastructure Manager Report (the “IM Report”)

5061.7 The board noted the contents of the IM Report included in the board pack. Ms Roarty queried the length of closure of the Nenagh station. Mr Cunningham advised that relaying works would take nine weeks to complete and would be finalised in mid-June. The Chairperson enquired if any planning issues were anticipated with regards to the Coastal Defence Project. Mr Cunningham replied that works would be begin at Rosslare and then move further up the coast for the next project phases. He advised that legal advice for the Merrion to Wicklow stage of the project had been sought to advise on which process to seek planning approval from An Bord Pleanála.

5061.8 The Chairperson queried if any concerns regarding developer funding for the Galway development. Mr Cunningham advised that there had been no issues thus far with regards to the receipt of payments from the developer to the Company.

5061.9 The Chairperson noted that the Company had been requested to confirm that the Company does not plan to use the Waterford to Rosslare line and that the alignment could be made available for recreation and tourism. Mr Cunningham advised that this route would be reviewed as part of the strategic rail review and that the Barrow Bridge would be left in the open position, negating the need for the Company to maintain 24 / 7 staffing to facilitate shipping into New Ross.

Capital Investments Report

5061.10 The board noted the contents of the Capital Investments Report included in the board pack. Ms Griffiths queried if Alstom SA had advised that their train protection hardware and software products had been updated since the design development contract was awarded. Mr Muldoon advised that the Company in the process of doing a review of any impact of new system. Ms Griffiths questioned when the final plan of cost/timeline would be provided. Mr Muldoon replied that baseline contract was in place with prices included and any changes would need to be justified in the final contract.

5061.11 Mr Wynne queried if there were any issues envisaged with regards the relocation of Docklands station to Spencer Dock. Mr Muldoon advised that high-level costs to relocate the station were included in the DART+ preliminary business case and noted that the station would be located 200 to 300 metres from its current location. The Chairperson advised that the Company needed to ensure that cost risks were managed.

5062 5-YEAR PRESENTATION

5062.1 Mr Meade presented the Company’s Forecast and 5-Year Plan 2022 to 2026 (the “**5-Year Plan**”) and highlighted that the Company had a weak balance sheet. Mr Meade advised that the Company was to transfer to a gross-cost contract in 2023 which meant that fare-box revenue would be for NTA’s risk, who would fund the Company’s operating costs.

5062.2 Mr Meade reported that exchequer funding for 2021 was to result in break-even for the Company and that the 2022 forecast would return a [REDACTED]. Mr Meade confirmed that the Company's risk appetite had not changed since previous year.

5062.3 The board **HEREBY NOTED** that the 5-Year Plan would be submitted to the Department of Transport and the NTA for discussion and would then be presented to the board for formal approval at the next board meeting.

5063 **ADVISORY/POLICY PAPERS**

Board Safety Committee Report

5063.1 The Board noted the contents of the BSC Report.

Audit and Risk Committee Report

5063.2 The Board noted the contents of the ARC Report.

Service Delivery Advisory Group ("SDAG") Report

5063.3 The Board noted the contents of the SDAG Report. The Board noted that revised SDAG terms of reference and been included in the board pack. **IT WAS RESOLVED** that the SDAG terms of reference be and are hereby approved.

Human Resource Advisory Group ("HRAG") Report

5063.4 The Board noted the contents of the HRAG Report.

Rosslare Europort [REDACTED]

5063.5

[REDACTED]

5063.6

[REDACTED]

5064 **CAPITAL EXPENDITURE**

Capital Expenditure Proposals

5064.1 The board noted that the approval was sought for the expenditure of [REDACTED] for the purchase of welfare facilities to be installed at locations nationwide and used by Permanent Way staff as canteen, office and storage facilities. ("**Per Way Proposal**") It noted that it was funded by the Infrastructure Manager Multi-Annual Contract. **IT WAS RESOLVED** that the Per Way Proposal be and is hereby approved.

Close-out Reports

5064.2 The board **HEREBY ACKNOWLEDGED** the following close-out reports pack.

- i. CIRU01085 - Asset Renewal programme to enhance customer environment and interface
- ii. CIRI01041 Western Rail Corridor (WRC) between Athenry and Claremorris, Business Case review
- iii. CIR00812 Customer First Programme

Ms Li entered the Meeting

5065 PROCUREMENT

5065.1 Ms Li presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

5065.2 Ms Li noted that it was proposed that the Company establish a framework agreement with the seven companies, listed within the proposal paper, for the production and delivery of washed ballast. The total estimated next expenditure over four years was ██████████. (the “**Ballast Proposal**”). **IT WAS RESOLVED** that the Ballast Proposal be and is hereby approved in the form presented to the Meeting.

5065.3 Ms Li presented the procurement proposal for selection and award criteria for a contract to eliminate/upgrade seven existing level crossings on the Dublin to Cork Line between Limerick Junction and Mallow Stations. The estimated value was ██████████ (the “**Level Crossings Proposal**”). **IT WAS RESOLVED** that the Level Crossings Proposal be and is hereby approved in the form presented to the Meeting.

5065.4 Ms Li presented the procurement proposal for selection and award criteria for the supply and installation of micro-piles to stabilise the track bed at Lisduff, Co. Tipperary with an estimated value of the contract being ██████████ (the “**Lisduff Proposal**”). **IT WAS RESOLVED** that the Lisduff Proposal be and is hereby approved.

5065.5 Ms Li presented the procurement proposal for selection and award criteria for the provision of consultancy services for the coastal infrastructure protection with an estimated value of the contract being ██████████ (the “**CIPP Proposal**”). **IT WAS RESOLVED** that the CIPP Proposal be and is hereby approved.

5065.6 Ms Li presented the procurement proposal paper for the award criteria for the long term supply of friction products for the Company with an estimated value of the contract being ██████████ (the “**Friction Products Proposal**”). **IT WAS RESOLVED** that the Friction Products Proposal be and is hereby approved.

Procurement Schedule for 2021

5065.7 The Board noted the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Ms Li left the Meeting

5066 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5066.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I and appendix II together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

Protection Disclosures 2020 Annual Report

5066.2 The board **HEREBY NOTED** Protection Disclosures 2020 Annual Report (“**PDR**”) circulated in advance of the Meeting and requested that the PDR published on the Company’s website.

Eurail Governance Change Proposal

5066.3 **IT WAS RESOLVED** that the execution of the Eurail members agreement and the adoption of new Articles of Association in relation to Company’s continued participation in the Eurail group be and is hereby approved and that Mr Meade and Mr McCabe be authorised to execute Eurail members agreement and associated documentation on behalf of the Company.

Notice of Extraordinary General Meeting (“EGM Notice”)

5066.4 **IT WAS RESOLVED** that the EGM Notice in the form presented to the Meeting be and is hereby approved.

5064 APPENDICES FOR NOTING

5064.1 The board **HEREBY NOTED** the 2021 Forward Agenda. The Chairperson requested that an in-person board meeting outside of Dublin be held once permissible under the COVID-19 guidelines.
Action Point – Secretary

5064.2 Mr Meade advised that the Company was set to return employees to the Company’s offices in September 2021 and noted that all government guidelines would be adhered to facilitate the return of employees to the office.

5065 ANY OTHER BUSINESS

5065.1 The the next board meeting is scheduled to be held on Tuesday, 29th June 2021 at 9:30am in Connolly Station and via Microsoft Teams.

5065.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

- None

**Company Secretary
Iarnród Éireann
18th May 2021**

TRANSACTIONS FOR APPROVAL AND SEALING**Signing only**

1. Deed of Variation in duplicate with CIÉ, [REDACTED] and [REDACTED] in relation to original Licence Agreement dated 1st August, 2003, allowing them to add an extra two Dishes to their equipment already in place at Howth Junction and Donaghmede Railway Station, Co. Dublin, at an additional fee of [REDACTED] per annum.
2. Deed of Variation in duplicate with CIÉ, [REDACTED] and [REDACTED], in relation to original Licence Agreement dated 26th June, 2006, allowing them to add an extra Dish and six RRUs to their equipment already in place at Dunleer, Co. Louth, at an additional fee of [REDACTED] annum.
3. Deed of Variation in duplicate with CIÉ, [REDACTED] in relation to original Licence Agreement dated 1st August, 2003, allowing them to add three Antennae and six RRUs to their equipment already in place at Louisa Bridge, Leixlip, Co Kildare, at an additional fee of [REDACTED] per annum.
4. Supplemental Licence in duplicate with [REDACTED] in relation to their original Licence Agreement dated 1st July, 2020, in respect of office and car parking space at 16 Eyre Square, Galway, to allow the licence period to be extended by four calendar months from 31st October, 2020 until 28th February, 2021, for a monthly fee of [REDACTED] per month.
5. Licence in duplicate with [REDACTED] to allow Iarnród Éireann's CCE Dept., use land at Bishopsland, Kildare, as a temporary works compound in relation to the construction and installation of a replacement track crossover on the main Dublin to Cork Railway Line, for a licence period of 7 months, for a licence fee of [REDACTED]
6. Licence in duplicate with The County Council of the County of Wexford, to allow them to construct a greenway for use by the public as a cycleway and walkway, from Abbey Road, Waterford City to the South Boundary of the Mountelliott Lane, for a licence period from date of Licence until 31st July, 2020, for a licence fee of [REDACTED] if demanded.
7. Supplemental Licence in duplicate with Galway City Innovation District Co. Ltd., in respect of the former Guinness Offices and adjacent Yard at Ceannt Railway Station, Galway to extend their original Licence Agreement dated 8th April, 2020, by 3 calendar months from 1st March, 2021 until 31st May, 2021, or such later date as may be agreed by CIÉ and abate the monthly licence fee as and from 1st July, 2020 to [REDACTED] per month.

Company Secretary
Iarnród Éireann
18th May 2021

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTY-FIRST
BOARD MEETING HELD ON TUESDAY 28th JUNE 2021
AT 9.30AM VIA MICROSOFT TEAMS
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director
	Ms. Carolyn Griffiths	Director
	Ms. Denise Guinan	Director
	Ms. Valerie Little	Director
	Mr. Mal McGreevy	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
		(collectively referred to as the “board and/or “Directors”)
	Mr Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Don Cunningham	Outgoing Director Infrastructure Management
	Mr. Éamonn Ballance	Incoming Director Infrastructure Management
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Qian Li	Acting Chief Procurement Officer*
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Ms. Sharon Daly	Health & Wellbeing Programme Manager*
	Mr. Barry Kenny	Corporate Communications Manager*

**for part of the Meeting*

MIN NO.

5066 CONSTITUTION OF THE MEETING

- 5066.1** It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chair.
- 5066.2** It was further noted that due to the pandemic, the Meeting was to take place virtually via Microsoft Teams. Each participant of the Meeting confirmed that they could hear each other.

5067 DIRECTORS’ INTERESTS

- 5067.1** It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5068 MINUTES

5057.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 18th May 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5069 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5069.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points were closed or would be discussed during the Meeting.

5070 CHAIR’S COMMENTS

5070.1 The Chair advised that a Western rail corridor appraisal report drafted by Dr John Bradley had been circulated and noted that this report had provided significantly different financial estimations than the previously issued EY report. The Chair noted that the Programme for Government commitment that led to the EY Report said that the review should be independent and the people who commissioned the Bradley report had not spoken to Iarnrod Éireann when preparing their alternative analysis. He suggested the Company should take a more active role to ensure that such reports are being prepared to a high quality. The Chair further advised that one reason why the Bradley analysis was more favourable was that it had proposed a substantially lower capital cost estimate to implement the project. The Company would need to review this estimate to see if the basis for the lower estimate had substance.

5070.2 Ms Roarty noted that these reports, and the public reaction, highlighted a broader issue, that people were more engaged with the evaluations of railway lines and it was imperative that the Company was clear on the evaluation process for the reopening or construction of new railway lines. Mr McGreevy noted that the Company should identify potential housing and commercial developments, and the probability of their finalisation, and factor these into the evaluation process. Mr Meade added that the Company needed have clear and precise terms of reference for the upcoming all-island rail review.

Ms Daly joined the Meeting

5071 STRATEGY

Health & Wellbeing

5071.1 Ms Daly reported that the World Health Organisation had identified that workplaces directly influence the physical, mental, economic and social wellbeing of workers and in turn, the health of their families, communities and society. Ms Daly advised that it was important that health and wellbeing (“**HWB**”) was integrated into the organisation and that internal and external partners were utilised for this integration. Ms Daly noted that HWB needed to be staff focused and advised that every single person had a story to tell, and the organisation needed to be guided by staff and their stories.

5071.2 Ms Daly noted that HWB needed to align with the Company’s values and link in with performance reviews. She further noted the Company needed to benchmark against HWB best practice. Ms Daly advised that HWB initiatives and content were communicated via the Company’s internal communication channels such as e-mail, staff meetings, CME TV, Work Vivo and posters at Depots. Ms Daly explained that a virtual HWB programme had run from March to June 2021 and a survey had shown that staff had increased physical activity, had improved sleep and had ate healthier. Ms Daly noted that the survey had also noted that many staff have caring responsibilities such as tending to elderly parents. Ms Daly advised that staff input into HWB was very important to such programmes.

5071.3 In response to a query from the Chair, Ms Daly advised that prior to joining the Company, she had begun her career in marketing and then moved into health promotion. Ms Daly advised that she had developed skills in behavioural change and development at the NTA. Ms Griffiths queried if the Company had compared its programme to that of its peers. Ms Daly replied that it was difficult to compare the rail industry to other industries but advised that the Company had joined a working group that aimed to share best practice and experience throughout the industry.

5071.4 Ms Roarty queried if the Company's HWB included staff stress management. Ms Daly advised that 2020 had seen a increase worldwide in stress levels, especially seeing a difficulty in people being able to switch off from work and noted that the rail industry can see increased stress due to the safety critical nature of the work. Ms Daly explained that it was imperative to understand the issues and the cause of stress to staff in order to ensure that staff stress was managed effectively. Mr Wynne noted that it was important to get the HWB message across to the Company's frontline staff and it was important to identify HWB champions on the frontline. Ms Daly agreed and noted that champions provided a personal side to promoting HWB and noted that the Company was developing a Company HWB working group which sought to have trade union participation. Ms Byrne queried the response rate to the HWB survey. Ms Daly responded that there had been a high participation in the HWB surveys. Ms Byrne added that it was important to support staff that have caring responsibilities and review flexibility and support that the Company can provide staff.

Ms Daly left the Meeting

Mr Kenny entered the Meeting

Communications Presentation

5071.5 Mr Kenny reported that the Company's communication department managed the Company's reputation and had a proactive engagement with media and stakeholders, in addition to providing support to other departments to raise awareness of the Company's strategy. He noted that the Company provided reactive responses to queries to address positive and negative issues raised.

5071.6 Mr Kenny advised that much of the Company's social media video content was produced internally and that Work Vivo and social media was central to the Company's external and internal communications strategy and the Company had real-time customer support with its in-house social media team.

5071.7 Mr Kenny reported that the Corporate Communications team ensured that the Company adhered to its obligations under data protection, freedom of information and Official Languages legislation. Mr Kenny advised that under the company's Corporate Social Responsibility activities, the Company had been working with several school and arts organisations, in addition to organisations such as the Dublin Bay Biosphere.

5071.8 Mr Kenny advised that the Company had seen a boost in its public reputation with its response to COVID-19, as measured by RepTrak, a benchmark study for corporate reputation. Mr Kenny explained that the Company had placed a focus on communicating its responses to anti-social behaviour. Ms Griffiths noted that 2011, in RepTrak statistics, had seen an increase in the Company's public reputation and queried why this had occurred. Mr Kenny replied that this was due to the Company's response to the 'Big Snow' and advised that this was the first time in which the Company had significantly utilised social media for communication.

Mr Kenny left the Meeting

5072 CHIEF EXECUTIVE'S REPORT

5072.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period seven ("**P7 and/or Period**") that had been included in the board pack.

5072.2 Mr Meade reported that there had been six level crossing incidents during the Period which had been caused by negligent driving. Mr Meade advised that there had been increased trespass incidents which it was thought had been due to lockdown restrictions being in place.

5072.3 Mr Meade noted that the Company was advised by Dublin Port in early June that rail operations into the Port would cease with immediate effect with Dublin Port claiming that they no longer had the space at Ocean Pier for trains due to the increased volumes resulting from Brexit, additional ships into the area, health and safety concerns and the amount of land that had to be given to the OPW for border controls at the Port. Mr Meade advised that this cessation notice had been totally out of the blue and, together with IWT, the Company had expressed disappointment at how this situation has been handled and communicated. Mr Meade further advised that the Company had raised concerns with the highest levels of the Government and had noted that the strategy being adopted by Dublin Port was contrary to Government policy regarding transport sustainability and the increasing of rail freight services to ports. The Chair noted that it was key to resolve this issue with Dublin Port, as it would harm the Company's efforts to grow its freight services and advised that the Company should ensure that this issue was highlighted publicly.

Financial Report

5072.4 Mr Cronin reported that the overall result for the Period was a net surplus of ██████████ and was ██████████ favourable to forecast. He noted that the variance was comprised of higher operating revenue ██████████, lower net Infrastructure MAC activities of ██████████ and lower operating costs ██████████ offset by lower PSO funding (██████████), lower net other funding (██████████) and higher exceptional items (██████████). He advised that total Passenger revenue of ██████████ was ██████████ favourable to forecast in the Period, which was a 200% increase on the same period in 2020. The board requested that 2019 figures be added to contract against the current figures on the forecast table. **Action Point - CFO**

Train Operations ("TO") Report

5072.5 The board noted the contents of the TO Report included in the board pack. Mr Gilpin advised that the data breach which had occurred with regards to the anti-social behaviour incident at Howth Junction had been reported to the Data Protection Commissioner.

Commercial Report

5072.6 The board noted the contents of the Commercial Report included in the board pack.

Infrastructure Manager Report (the "IM Report")

5072.9 The Chair noted that it was last meeting in which Mr Cunningham, the outgoing DIM, would be in attendance and behalf of the board wished to acknowledge Mr Cunningham's tremendous contribution to the Company. Mr Wynne noted that Mr Cunningham had an excellent reputation in the Company. Ms Griffiths added that Mr Cunningham was very responsive to queries from the board.

5072.10 Mr Ballance reported that it was announced on the 28th May 2021 that an additional ██████████ million would be made available to the IM for 2021 and advised that it was intended that the money would be principally used for the completion of the full Cork Line Relaying Project (CLRP) programme for 2021.

5072.11 Ms Byrne noted that there had been a lift entrapment during the Period and queried additional details as to the response to this incident. **Action Point**

5072.12 The board noted the advisory paper regarding a rail-road vehicle ("RRV") which had occurred on 19th May 2021. Mr Meade advised that the contractor involved in the incident was suspended from all sites pending investigation which demonstrated to all the Company, and its contractors, that the seriousness in which safety incidents were treated by the Company. Mr Meade added that the advisory paper was a preliminary report and noted that a full investigation was underway. That investigation would review the role of Company staff in the incident, as well as the breach of procedure by contractors.

the works had been commissioned. Ms Griffiths queried if any [REDACTED]

5074 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5074.1 The board noted that the approval was sought for the expenditure of [REDACTED] for the renovation and refurbishment of a disused and protected structure at Portarlington Station, Co Laois which would be used for the Infrastructure Maintenance staff offices and facilities. (“**Portarlington Station Proposal**”) It noted that it would be funded by the Infrastructure Manager Multi-Annual Contract (“**MAC**”). **IT WAS RESOLVED** that the Portarlington Station Proposal be and is hereby approved.
- 5074.2 The board noted that the approval was sought for the expenditure of [REDACTED], inclusive of VAT, of which [REDACTED] was ineligible for NTA funding, for the development of a Strategic Assessment Report (SAR) for the Customer Information Systems (“**CIS**”) programme and to update the CIS strategy report following the NTA’s formal review, and lastly, to prepare and issue tender documents for preliminary design of Station CIS Services and the new Customer Communications Centre (Phases 1, 2 and 3 of the Project Management Procedures). It was noted that this work was part of the overall CIS programme and would increase total Board approved expenditure for the CIS programme to [REDACTED]. (“**CIS Proposal**”) It noted that it was funded by the NTA. **IT WAS RESOLVED** that the CIS Proposal be and is hereby approved.
- 5074.3 The board noted that the approval was sought for the expenditure of [REDACTED] to complete the Construction and Close Out phases (Phases 6 & 7 of the Project Management Procedures) of the redevelopment of the Vaults premises in Connolly station. It was noted that the proposed redevelopment would facilitate the relocation of the CIÉ Occupational Health Unit from their existing premises on Marlborough Street to Connolly Station (the “**Connolly Vaults Proposal**”). It was further noted that this sum would increase the overall approved project budget to [REDACTED] and would be funded by CIÉ Own Resources. **IT WAS RESOLVED** that the Connolly Vaults Proposal be and is hereby approved.
- 5074.4 The board noted that the approval was sought for the expenditure of [REDACTED] to complete Phase 1 - Project Scope and Approvals and Phase 2 Project Concept, Feasibility & Option Selection - for the Heuston Station Masterplan Enabling Works project. It was noted that this sum would increase the total expenditure approved to date to [REDACTED] (“**Heuston Station Masterplan Proposal**”) It noted that it was funded by the Company’s own resources. **IT WAS RESOLVED** that the Heuston Station Masterplan be and is hereby approved.
- 5074.5 The board noted that the approval was sought for the expenditure of [REDACTED] (of which [REDACTED] was ineligible for NTA funding) for the Construction and Close Out phases (Phases 6 & 7 of the Project Management Procedures) for Ballybrophy Car Park. The scope of the project comprises the reconfiguration and upgrade of the existing car park to meet current standards and provision of additional car parking spaces to address capacity issues. (“**Ballybrophy Proposal**”) It noted that it was funded by the NTA. **IT WAS RESOLVED** that the Ballybrophy Proposal be and is hereby approved.
- 5074.6 The board noted that the approval was sought for the expenditure of [REDACTED] (of which [REDACTED] was ineligible for NTA funding) to complete the preliminary design, statutory processes, detailed design and tender process (Phases 3 to 5 of the Project Management Procedures) for the redesign of Kishoge Station to meet current stakeholder and statutory requirements (the “**Kishoge Proposal**”). It noted that it was funded by the NTA. **IT WAS RESOLVED** that the Kishoge Proposal be and is hereby approved.
- 5074.7 The board noted that the approval was sought for the expenditure [REDACTED] (of which [REDACTED] was ineligible for NTA funding) to complete the Construction and Close Out phases (Phase 6 & 7 of the Project Management Procedures) for a full station accessibility upgrade of Ennis Station, including substantial platform remodelling. It was noted that this sum would bring the total board approved expenditure for the project to [REDACTED]. (“**Ennis Station Proposal**”) It noted that it

was funded by the NTA. **IT WAS RESOLVED** that the Ennis Station Proposal be and is hereby approved.

- 5074.8** The board noted that the approval was sought for the expenditure of [REDACTED] (of which [REDACTED] is ineligible for NTA funding) to complete the Construction and Closeout stages for 'Package A1' full accessibility upgrade works, including footbridges with lifts, at Dalkey station and Gormanston station (Phases 6 & 7 of the Project Management Procedures). This sum will bring the total board approved expenditure for the project to [REDACTED]. ("**Dalkey and Gormanston Stations Proposal**") It noted that it was funded by the NTA. **IT WAS RESOLVED** that the Dalkey and Gormanston Stations Proposal be and is hereby approved.
- 5074.9** The board noted that the approval was sought for the following in relation to the Accessibility Programme 2018 which was closed out at the March 2020 Board meeting: (i) Increase the budget from [REDACTED] to [REDACTED]; and (ii) Amend the closeout paper to note the [REDACTED] overspend. (the "**Accessibility Programme 2018 Proposals**") It was noted that the additional expenditure would be funded by NTA in 2021. **IT WAS RESOLVED** that the Accessibility Programme 2018 Proposals be and is hereby approved.
- 5074.10** The board noted that the approval was sought for the expenditure of [REDACTED] for the Feasibility and Preliminary Design phase of the Fleet Replacement project to support the delivery of the Rail Freight Strategy (Phases 2 to 3 of the Project Management Procedures). ("**Freight Proposal**") It noted that it was funded by the Company's own resources. **IT WAS RESOLVED** that the Freight Proposal be and is hereby approved.
- 5074.10** The board noted that the approval was sought for the expenditure [REDACTED] (including VAT) to undertake the feasibility study and development work (part of Phases 1-3) for the replacement of the Enterprise fleet in support of the proposed Special EU Programmes Body (SEUPB) Peace Plus funding application. It was noted that an outline funding application had been submitted to the Special EU Programmes Body (SEUPB) who have published the proposal for public consultation. A detailed application for funding will be submitted in Q4 2021. This study is required to inform that application and would be funded by the Company ([REDACTED]) and Translink ([REDACTED]). In response to a query, Mr Meade advised that it was intended for the line to improve the line speed and modernise the fleet. **IT WAS RESOLVED** that the proposal be and is hereby approved.
- 5074.11** The board noted that the approval was sought for the expenditure of [REDACTED] (including non-recoverable VAT) for the construction and close out phases (Phases 6 & 7 of the Project Management Procedures) for the replacement of the CNC Boring machine in the Inchicore Wheel Shop. ("**Wheel Boring Machine Proposal**") It noted that it was funded by the NTA. **IT WAS RESOLVED** that the Wheel Boring Machine Proposal be and is hereby approved.
- 5074.12** The board noted that the approval was sought for the expenditure of [REDACTED] (including non-recoverable VAT) for the construction and close out phases (Phases 6 & 7 of the Project Management Procedures) for the replacement of three main overhead cranes in the Inchicore Works Bogie shop. ("**Bogie Shop Crane Proposal**") It noted that it was funded by the NTA. **IT WAS RESOLVED** that the Bogie Shop Crane Proposal be and is hereby approved.
- 5074.13** The board noted that the approval was sought for the expenditure of [REDACTED] (including non-recoverable VAT) for the construction and close out phases (Phases 6 & 7 of the Project Management Procedures) for the application of vinyl wrapping livery on 12 complete trains on the Class 29000 Commuter DMU Fleet. ("**DMU Fleet Proposal**") It noted that it was funded by the NTA. **IT WAS RESOLVED** that the DMU Fleet Proposal be and is hereby approved.

Ms Li entered the Meeting

5075 PROCUREMENT

- 5075.1** Ms Li presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

- 5075.2** Ms Li noted that it was proposed that the board grant delegated authority to the CEO to approve the award of a contract for the construction of footbridges with lifts and associated works at Dalkey station and Gormanston station (Phases 6 & 7). The estimated contract value was anticipated to be [REDACTED] excluding VAT, subject to the conclusion of the tender evaluation process and agreement

of contractual terms. (the “**Footbridges Proposal**”). **IT WAS RESOLVED** that the Footbridges Proposal be and is hereby approved in the form presented to the Meeting.

- 5075.3** Ms Li presented the procurement proposal for sought to award a contract to Stewart Construction for the Construction of the new Medical Centre in the Connolly Vaults at an estimated cost of [REDACTED] (excl. VAT). (the “**Medical Centre Proposal**”). **IT WAS RESOLVED** that the Medical Centre Proposal be and is hereby approved in the form presented to the Meeting.
- 5076.4** Ms Li presented the procurement proposal for proceed with the buyout charge to National Oil Reserves Agency for a total cost of [REDACTED]. (the “**Biocert Proposal**”). **IT WAS RESOLVED** that the Biocert Proposal be and is hereby approved.
- 5076.5** Ms Li presented the procurement proposal for the selection and award criteria, set out in sections 3 and 4 below, for the establishment of a Qualification system for Civil Engineering Works for contract values from [REDACTED] to [REDACTED]. She noted that the Qualification System would operate for a period of four years with an option to extend for a further year. The estimated value of works to be awarded under the Qualification System over the five year period is [REDACTED]. (the “**Qualification System Proposal**”). **IT WAS RESOLVED** that the Qualification System Proposal be and is hereby approved.
- 5076.6** Ms Li presented the procurement proposal paper for the selection and award criteria, set out in sections 3 and 4 below, in order to facilitate the running of a tender process to award a contract for the mid-life refurbishments of the following five On Track Machines (OTM): (i) Tampers 742,743,744 and 751 (ii) Ballast Cleaner 781 The estimated value of this contract is [REDACTED] ex. VAT. The proposed duration of the contract is four years. The funding source for this contract will be the IMMAC. (the “**OTM Proposal**”). **IT WAS RESOLVED** that the Friction Products Proposal be and is hereby approved.
- 5076.7** Ms Li presented the procurement proposal paper for the award criteria as set out in section 3 to establish a single supplier framework agreement for the supply and support of a technical solution to increase the capabilities of the existing telecommunications network. The term of the agreement is eight years. The estimate value over the term of the framework agreement is [REDACTED] (excl. VAT). The primary funding source for this contract will be the National Train Control Centre (NTCC) Project and SET Multi-Annual Contract. (the “**HCI Proposal**”). **IT WAS RESOLVED** that the HCI V Proposal be and is hereby approved.
- 5076.8** Ms Li presented the procurement proposal paper for award criteria set out in section 3 below for the Supply of Pressure Vessels to Iarnród Éireann. The proposed duration of the contract is estimated to be 3 years with an estimated value of this contract is approximately [REDACTED] (ex. VAT.) The funding source for this contract will be the respective CME Heavy Maintenance budget (the “**Pressure Vessels Proposal**”). **IT WAS RESOLVED** that the Pressure Vessels Proposal be and is hereby approved.
- 5076.9** Ms Li presented the procurement proposal paper for award criteria, set out in section 3 below, in order to facilitate the running of a tender process for the provision of Coupler Overhauls for multiple fleets. The proposed contract duration will be for an initial period of 5 years with an option to extend the term by up to a further 3 years giving a maximum contract duration of 8 years to coincide with the IÉ fleet overhaul schedule. The anticipated contract value will be in the order of [REDACTED] per annum giving an anticipated total contract value of [REDACTED] (excl. VAT). The funding source for this contract will be the CME Heavy Maintenance budget. (the “**Coupler Overhauls Proposal**”). **IT WAS RESOLVED** that the Coupler Overhauls Proposal be and is hereby approved.
- 5076.10** Ms Li presented the procurement proposal paper for award criteria, set out in below, for procurement of consultancy services to undertake the services listed below, for the Glounthaune to Middleton twin track element of the Cork Area Commuter Rail programme:
- a. Prepare the preliminary design
 - b. Undertake the environmental impact assessment
 - c. Manage the Planning process
 - d. Tender preparation and participate in tender evaluation
 - e. Option to be included for design support and supervision during the construction stage

It was noted that activities a – d would be delivered in the first phase of the contract and will operate for a period of approximately 1 year. The contract would contain an option for an additional 3 years to cover the design support and Construction Supervision if exercised. The estimated spend under this contract for the potential full term is approximately [REDACTED] including VAT. The funding source for this contract will be the National Transport Authority under the EU Recovery and Resilience and Facility, for which an Advisory Paper has also been issued to this Board. (the “**Glounthaune- Midleton Twin Tracking Proposal**”). **IT WAS RESOLVED** that the Glounthaune- Midleton Twin Tracking Proposal be and is hereby approved.

Procurement Schedule for 2021

5076.11 The Board noted the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Ms Li left the Meeting

Mr Glynn entered the Meeting

5077 RISK REPORT

5077.1 Mr Glynn presented the quarterly risk report to the board. The board **HEREBY NOTED** the Risk Report. The Chair requested that the risk of project cost escalations be reviewed, and an advisory note be provided to the board at its next meeting. **Action Point CRO**

Mr Glynn left the Meeting

5078 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5078.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I and appendix II together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5079 APPENDICES FOR NOTING

5079.1 The board **HEREBY NOTED** the 2021 Forward Agenda and the SRA as appended to the board pack.

5079.2 The Chair noted that his letter of appointment dated 21st June 2021 and CIÉ Shareholder Expectation Letter dated 19th May 2021 (the “**Shareholder Letter**”) had been included in the board pack. The Chair advised that Shareholder Letter provided an overview of the Minister’s expectations and Financial Performance Measures Matrix for the CIÉ Group. The CFO advised that the Company had reviewed the role of New Era and noted that the metrics were not applicable to the Company.

5080 ANY OTHER BUSINESS

5080.1 It was noted that the next board meeting is scheduled to be held on Tuesday, 31st August 2021 at 9:30am in Connolly Station and via Microsoft Teams.

5080.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Supplemental Vending Machine Licence, 5 copies, [REDACTED] for an extension to the existing contract by a further 12 months from 1st October, 2020 until 30th September 2021 for a licence fee of [REDACTED].
2. Bridge Agreement in duplicate with Tipperary County Council to permit them to demolish an existing overbridge OBN77 at 41 miles 1,315 yards on the Ballybrophy to Killonan Junction Railway Line and to construct a new bridge and other works for a consideration of [REDACTED].
3. Collateral Warranty in triplicate with [REDACTED], [REDACTED] relation to an underground car park premises at the Waterways, Sallins, Naas, Co. Kildare.
4. Collateral Warranty in triplicate with [REDACTED], [REDACTED] in relation to an underground car park premises at the Waterways, Sallins Naas, Co. Kildare.
5. Collateral Warranty in triplicate with [REDACTED], [REDACTED] in relation to an underground car park premises at Waterways, Sallins, Naas, Co. Kildare.
6. Collateral Warranty in triplicate with [REDACTED], [REDACTED] in relation to an underground car park premises at Waterways, Sallins, Naas, Co. Kildare.
7. Licence in duplicate and Deed of Renunciation in duplicate with [REDACTED], [REDACTED] and [REDACTED] for a compound and access via [REDACTED] to facilitate construction works on the railway line. The licence period is for 12 months from 1st January, 2021 at a licence fee of [REDACTED].

Company Secretary
Iarnród Éireann
29th June 2021.

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Licence in duplicate with [REDACTED] and [REDACTED] for access to 0.25 hectares of land at [REDACTED], for a licence period of 8 months and 13 days, from 19th September, 2020 until 31st May, 2021, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED] to allow IÉ access a portion of his lands [REDACTED], [REDACTED], for a works compound in relation to the ongoing maintenance of the main [REDACTED] Line, for a licence period of 24 months, for a licence fee of [REDACTED] per annum.
3. Licence in duplicate with [REDACTED] and [REDACTED], in respect of two plots of land located at [REDACTED] for farming purposes, for a licence period of 10 years, for a licence fee of [REDACTED] per annum.
4. Licence in duplicate with [REDACTED], for a retail unit at [REDACTED] for a licence period from 1st March, 2021 to 12th May, 2029, for an outdoor seating area to the front of [REDACTED] for a licence fee of [REDACTED] annum. This licence will co-terminus with their lease for the café.
5. Licence in duplicate with [REDACTED], for a mobile kiosk at Drogheda Railway Station, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.

Company Secretary
Iarnród Éireann
29th June 2021.

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTY-SECOND
BOARD MEETING HELD ON TUESDAY 31st AUGUST 2021
AT 9.30AM VIA MICROSOFT TEAMS
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director
	Ms. Carolyn Griffiths	Director
	Ms. Denise Guinan	Director
	Ms. Valerie Little	Director
	Mr. Mal McGreevy	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Officer*
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Mr John Kennedy	Head of HR Organisational Development*
	Mr Aidan Reid	Chief Security Officer*
	Mr Paul Hendrick	AD Programme Integrator*

**for part of the Meeting*

MIN NO.

5081 CONSTITUTION OF THE MEETING

5081.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5081.2 It was further noted that due to the pandemic, the Meeting was to take place virtually via Microsoft Teams. Each participant of the Meeting confirmed that they could hear each other.

5082 DIRECTORS’ INTERESTS

5082.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5083 MINUTES

5083.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of

the board meeting of the Company held on 28th June 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5084 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5084.1** The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were closed or would be discussed during the Meeting.

Mr Kennedy joined the Meeting

5085 STRATEGY

Executive management grading

- 5085.1** Mr Kennedy reported that the collective bargaining ceiling was set at [REDACTED]. He noted that Willis Towers Watson had performed the external review in which they had used worldwide management grading structures as comparisons to the Company’s grading structure. Mr Kennedy advised that over 50 executive positions had been evaluated and the new structure would now have a total of nine grades, resulting in an 84% reduction of the number of management grades. He noted that this new structure would be imbedded into the Human Capital Management system. Mr Meade added that the new executive management grading system would introduce clear and identifiable grade structures that would bring clarity and transparency to the organisation.

Mr Kennedy left the Meeting

Mr Reid joined the Meeting

Chief Security Advisor Presentation

- 5085.2** Mr Reid presented the Security Strategy Presentation, which had been circulated in advance of the Meeting, which detailed the increased security operations and co-operation between An Garda Síochána and the Company to combat anti-social behaviour (“**ASB**”). Mr Reid noted that this included a Security Monitoring Centre Howth Junction, the upgrading of CCTV systems from analogue to I.P. and a comprehensive database on graffiti attacks being established by the Company.

- 5085.3** Mr Reid reported that the Company, through the issuance of fixed payment notices and prohibition orders, had seen increased compliance being experienced. Mr Reid advised that the National Transport Authority’s (“**NTA**”) Working Group on ASB had accepted the Company’s new categories of ASB as the standard and had recommended that all transport providers mirror the Company’s template.

- 5085.4** The Chairperson noted that the Company had introduced great initiatives to combat ASB and advised that the Company needed to ensure that the initiatives were communicated to the public transport consumers. Ms Byrne queried how the prohibition orders were used by the Company. Mr Reid advised that the individual would be thoroughly warned before a prohibition order was issued. He noted that prohibition orders would be issued for serious incidents such as assaults and advised that the Company worked with CIÉ Group solicitors to issue warning letters and noted that where ASB was continued by the person, a prohibition notice would then be issued. Mr Reid added that the Courts had been very supportive with regards the issuance of prohibition orders and noted that the Company had only one appeal thus far.

- 5085.5** Ms Byrne queried if the ASB Working Group intended to recommend the introduction of ASB legislation. Mr Reid advised that the Working Group intended to work towards a common understanding of ASB as it was not defined currently under legislation.

Mr Reid left the Meeting

Rosslare update

5085.6

[REDACTED]

5085.7

[REDACTED]

Mr Hendrick entered the Meeting

Train Protection System (“TPS”) Update

5085.8

Mr Hendrick presented the Advisory Papers on the alternative TPS assessment study conclusions and the Feasibility of IÉHS vs ETCS Level 1 (together being the “TPS Papers”) which had been circulated in advance of the Meeting.

5085.9

The Board noted that the Company had been notified by Alstom in April 2021 that the TPS Type B solution which had been awarded via tender to Alstom in 2011, for the supply of a TPS solution for the IÉ network, would become obsolete in 2031 and therefore would now not be a viable TPS solution for the IÉ network. Mr Hendrick advised that following a review by Arup with regards to alternative solutions, ETCS Level 1 had emerged as the preferred solution for the Company. Mr Hendrick reported that the Company had engaged with senior counsel to consider if the current contractual arrangements were sufficiently flexible to accommodate the change in preferred technical solution. Ms Griffiths asked if the Company would be required to publish the change of technical solution to the market, if the technical solution change was not considered a material change to the TPS contract and queried if this assertion may be challenged in court by alternative TPS supplier. Mr Muldoon noted that this was to form part of the legal review and it would be determined whether the market would be required to be notified of the change of the technical solution within the contract.

5086.10

Mr Hendrick informed the board noted that the Company had entered commercial negotiations with Alstom with regards to the delivery of ETCS Level 1. Mr Hendrick noted that Alstom’s previous testing and other work with regards the TPS Type B solution would assist in the delivery of ETCS Level 1. Mr Mulholland queried if the Company was still confident with Alstom as a TPS provider and how the Company could ensure that best price and service would be delivered to the Company. Mr Muldoon advised that the Company was conducting a full contractual and commercial evaluation to ensure that the Company received value for money and noted that the discussions with Alstom of a preliminary nature.

5086.11

Mr McGreevy queried if a legal challenge to the continuance of the current legal contract would take longer than if the Company retendered the TPS contract. Mr Muldoon noted that this would be considered as part of the Company’s procurement team review. The Chairperson asked whether the Commission for Railway Regulation (“CRR”) had been informed of the TPS update. Mr Meade confirmed that the CRR had been notified.

5086.12

Mr Wynne noted that the new technical TPS solution would require an increased budget approval and queried whether the increased costs had been discussed with the Department of Transport (“DoT”) and the NTA. Mr Muldoon noted that the Company had been provided with a high-level estimated cost of [REDACTED] for ETCS Level 1, which was a [REDACTED] increase to the original estimated cost and confirmed that this estimation had been provided to the NTA and DoT.

5086.13

With regards to the new fleet, Mr McGreevy noted that the number of battery electric multiple units requested on the first call off order from the approved new fleet framework agreement would need to be reviewed, once the revised timeline for the TPS project had been finalised.

Mr Hendrick left the Meeting

5087 CHIEF EXECUTIVE’S REPORT

5087.1 Mr Meade presented the Chief Executive’s report (“**CEO Report**”) and KPI Dashboard for the Company’s reporting period seven (“**P8 and/or Period**”) that had been included in the board pack.

5087.2 Mr Meade reported that there had been five level crossing incidents during the Period which had been caused by negligent driving. Mr Meade advised that there had been over 1,000 trespass incidents year to date, which had occurred mostly when lockdown restrictions had been in place.

5087.3 Ms Griffiths noted that there was an overspeed instance during the Period. Mr Gilpin advised that an advance warning system had fallen due to high winds and noted that the incident was self-reported and noted that no damage had been caused.

5087.4 Mr Griffiths requested that further information on the red light for recurring contracts being renewed on the KPI Dashboard. **Action Point**

Financial Report

5087.5 Mr Cronin reported that the overall result for the period was a net surplus of [REDACTED] [REDACTED] favourable to forecast. He reported that the variance was comprised of higher operating revenue of [REDACTED], higher other funding [REDACTED], lower net Infrastructure MAC activities of [REDACTED], higher third-party income ([REDACTED] lower operating costs ([REDACTED]) and lower Capital Investment expenditure ([REDACTED]), offset by lower net PSO funding of [REDACTED] and higher third-party expenditure ([REDACTED]). Mr Cronin noted that section two of the CFO report now included a comparison to 2019 figures, as per a request by the board.

5087.6 Mr Cronin advised that funded capital enhancement work of [REDACTED] was ([REDACTED]) adverse to forecast in the Period due to the timing of expenditure on several Capital Enhancement works. Other Funding of [REDACTED] was [REDACTED] favourable to forecast in the period due to Employment Wage Subsidy Scheme funding, which was assumed to cease in June, this has been extended until December 2021. Mr Cronin further advised that there had been an underspend of [REDACTED] for Infrastructure Management projects.

Train Operations (“TO”) Report

5087.7 The board noted the contents of the TO Report included in the board pack. Mr Gilpin advised that there had been an increase in fixed penalty notices issued by the Revenue Protection Unit. Mr Gilpin noted that Pelletstown station was due to open on 26th September 2021.

Commercial Report

5087.8 The board noted the contents of the Commercial Report included in the board pack.

Infrastructure Manager Report (the “IM Report”)

5087.09 Mr Ballance reported that works were progressing to continue the renewal of equipment in the Bray to Greystones and Howth Junction to Malahide areas following on from the initial disruptive possession renewals works in April and May 2021.

Capital Investments Report

5087.10 The board noted the contents of the Capital Investments Report included in the board pack.

5088 ADVISORY/POLICY PAPERS

Board Safety Committee (“BSC”) Report

5088.1 Ms Griffiths presented the BSC Report and reported that there had been a safety breach during the Period and following a review, two recommendations had been advised, and noted that a new Safety Policy was to be drafted in response, which would detail the response and procedure to be followed in the event of a safety breach incident by an employee.

5088.2 Ms Griffiths noted that BSC had been provided with a presentation from the Company's Head of Building/Facilities, who had advised that the Company had been underfunded since 2008 for the maintenance of its building and facilities assets which had created long term liability for more expensive renewals, increased inspections, and loss of facilities. The Directors noted that circa [REDACTED] per annum was needed for the medium term and although funding had been increased in 2021, there was still a [REDACTED] (over 25%) shortfall. The Directors requested that the CEO continue to seek further funding and that a KPI be developed so that the Directors could monitor progress.

5088.3 Mr Ballance advised that even though the Company remained underfunded, the Company ensured that all buildings and facilities were inspected regulatory and were compliant with safety standards. The Directors requested that the Company review possible grants which related to the restoration of historical buildings. Mr O'Connor advised that a CIÉ Group project were reviewing third party grants/funding for historical buildings renewal/maintenance.

Capital Investment Advisory Group ("CIAG") Report

5088.4 The Directors noted the CIAG Report and that Jaspers had raised issues regarding the relocation of the Docklands station and whether it represented value for money.

Service Delivery Advisory Group ("SDAG") Report

5088.5 The board noted the contents of SDAG Report.

Human Resources Advisory Group ("HRAG") Report

5088.6 The board noted that contents of the HRAG Report.

Iarnród Éireann half yearly report 2021

5088.7 The Directors noted the Iarnród Éireann half yearly report 2021 (the "Report") circulated in advance of the Meeting. **IT WAS RESOLVED** that the Report be and is hereby approved.

Strategic Assessment Report ("SAR") Cork Area Commuter Rail programme ("CACR")

5088.8 The board noted the SAR Stage represented the first decision gate of the updated Public Spending Code lifecycle and decision gate process, with which the CACR Programme Business Case must comply. **IT WAS RESOLVED** that the CACR SAR be submitted to the NTA to gain 'Approval to Develop the Proposal' in Stage 2.

CIÉ Property Advisory Papers

5088.9 [REDACTED]

5089 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5089.1** The board noted that approval was sought for the expenditure of ██████████, inclusive of VAT, of which ██████████ was ineligible for NTA funding, for the design, statutory processes, manufacture, installation, and commissioning (Phases 1 – 7 of the Project Management procedures) of new customer information systems at eight stations on the Cork / Cobh and Glounthaune / Middleton railway lines. (“**CIS Proposal**”) It noted that it would be funded by the NTA. **IT WAS RESOLVED** that the CIS Proposal be and is hereby approved.
- 5089.2** The board noted that approval was sought for the expenditure of ██████████ for additional funding to progress Enabling Works (Phase 6 of the Project Management Procedures) and to complete Detailed Design and Tender Action (Phase 5 of the Project Management Procedures) for a new DART station at Woodbrook, located between Shankill and Bray DART Stations. (“**Woodbrook Proposal**”) which would bring the total approved budget for the project to ██████████ million. It noted that it was funded by the NTA. **IT WAS RESOLVED** that the Woodbrook Proposal be and is hereby approved.
- 5089.3** The board noted that approval was sought to increase the scope and budget of the Ceannt Station Galway Redevelopment Project. It was noted that the increase in scope relates to the provision of additional accommodation in Ceannt Station Galway for Bus Éireann drivers. It was noted that the additional cost for the detail design and tender process (Phase 5 of the Project Management Procedures) was ██████████, inclusive of VAT, and would increase the total approved expenditure for the Ceannt Station Galway Redevelopment Project to ██████████ (the “**Ceannt Station Proposal**”). It was noted that it would be funded by the NTA and Urban Regeneration and Development Fund. **IT WAS RESOLVED** that the Ceannt Station Proposal be and is hereby approved.
- 5089.4** The board noted that approval was sought for the expenditure of ██████████ (including non-recoverable VAT) for the procurement of specialist consultancy services and tender preparation for a Sustainable Energy Provider for four CME Depot locations. (“**Sustainable Energy Purchase Agreement Proposal**”) It noted that it was funded by the Company’s own resources. **IT WAS RESOLVED** that the Sustainable Energy Purchase Agreement Proposal be and is hereby approved. The Chair noted that bespoke agreements should be avoided and suggested that the Company should review standard market practice for such agreements rather than developing new models.
- 5089.5** The board noted that approval was sought for the expenditure of ██████████ (incl. VAT) subject to NTA approval to replace the printer cutter boards in 330 ticket vending machines due to life expiration and a fire safety risk. (“**TVM Proposal**”) It noted that it was funded by the NTA. **IT WAS RESOLVED** that the TVM Proposal be and is hereby approved.

Ms Leonard entered the Meeting

5090 PROCUREMENT

- 5090.1** Ms Leonard presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

- 5090.2** Ms Leonard noted that it was proposed that the Company award a contract to a consortium consisting of System 7 Rail Technology GmbH, System 7 Group GmbH, System7 Metal Technology GmbH, System 7 Rail Support GmbH and STMG GmbH for the purchase of an on-track ballast regulator at a cost of ██████████ (the “**Ballast Proposal**”) It was noted that it would be funded by the Infrastructure Manager Multi-Annual Contract (“**MAC**”). **IT WAS RESOLVED** that the Ballast Proposal be and is hereby approved in the form presented to the Meeting.
- 5090.3** Ms Leonard presented the procurement proposal that sought to award a contract to Triur Construction Ltd for the supply and installation of micro-piles to stabilise the track bed at Lisduff,

Co. Tipperary at an estimated cost of [REDACTED] which was to be funded by the DoT. (the “**Lisduff Proposal**”). **IT WAS RESOLVED** that the Lisduff Proposal be and is hereby approved in the form presented to the Meeting.

- 5090.4 Ms Leonard presented the procurement proposal to grant delegated authority to the CEO to approve the award of a contract, and to place an initial order, for the supply of four bogie ballast plough wagons and approval to place a future final order during the term of the contract for the two remaining ballast plough wagons (the “**Wagon Proposal**”). It was noted that the funding source was the CCE multi-annual infrastructure maintenance budget. **IT WAS RESOLVED** that the Wagon Proposal be and is hereby approved.
- 5090.5 Ms Leonard presented the procurement proposal that sought to grant delegated authority to the CEO to approve the award of a contract to Global Rail Services Ltd for the provision of electrical systems testing, maintenance and replacement services with the initial term of the contract being three years with an option to extend for up to two additional years. It was noted that the estimated contract value over the maximum term was [REDACTED] and would be funded by the MAC. (the “**Electrical Systems Proposal**”). **IT WAS RESOLVED** that the Electrical Systems Proposal be and is hereby approved.
- 5090.6 Ms Leonard presented the procurement proposal paper that sought authority to enter into a multi-party multi-lot framework agreement for the provision of Lot 1 Electrical Services for low voltage equipment located on the Company and CIÉ property. It was proposed to appoint the three companies listed in Section 7 to the framework agreement and to award a contract to Global Rail Services Ltd for a value of [REDACTED]. It was advised that the framework agreement would operate for a period of four years with an option to extend for a further year and that the estimated value of works to be awarded under this framework agreement over the five-year period was approximately [REDACTED] (the “**Framework Agreement Proposal**”). **IT WAS RESOLVED** that the Framework Agreement Proposal be and is hereby approved.
- 5090.7 Ms Leonard presented the procurement proposal paper that sought to award a contract to Trimble–Nexala, without a call for competition, for the continued supply and support of the remote condition monitoring solution. It was noted that the current spend since 2016 under derogation was [REDACTED] million (excl. VAT) and the expected spend for the next 5 years until 2026 would be [REDACTED]. (the “**R2M Proposal**”). **IT WAS RESOLVED** that the R2M Proposal be and is hereby approved.
- 5090.8 Ms Leonard presented the procurement proposal paper that sought to increase the estimated value of the contract for safety assurance and systems integrator services with Ricardo Rail Ltd. to [REDACTED]. It was noted that the term of the contract would be six years and was to be funded by the NTA (the “**TMS Proposal**”). **IT WAS RESOLVED** that the TMS Proposal be and is hereby approved.
- 5090.9 Ms Leonard presented the procurement proposal paper that sought approval for the selection and award criteria, for the proposed pre-qualification and tender process for the establishment of a Framework Agreement for Plant Hire Services. It was noted that this Framework Agreement would operate for a period of four years and the estimated annual value of expenditure under this Framework Agreement was [REDACTED] and would be funded by the MAC. (the “**Plant Hire Proposal**”). **IT WAS RESOLVED** that the Plant Hire Proposal be and is hereby approved.
- 5090.10 Ms Leonard presented the procurement proposal that sought approval to dispose of three redundant BGM Class locomotives Nos 147, 171 & 177 stored at Inchicore Works to the Railway Preservation Society of Ireland for a total value of [REDACTED]. (the “**BGM Proposal**”). **IT WAS RESOLVED** that the BGM Proposal be and is hereby approved.
- 5090.11 Ms Leonard presented the procurement proposal that sought approval to dispose by the scrapping of several redundant rail vehicles, including 2 x locomotives and 3 x MK3 carriages, all in storage at Inchicore Works with a nil net book value. (the “**Disposal Proposal**”). **IT WAS RESOLVED** that the Disposal Proposal be and is hereby approved.
- 5090.12 Ms Leonard presented the advisory paper with regards to the supply and delivery of rail which had been circulated in advance of the Meeting. The Directors **HEREBY NOTED** the increase in the total anticipated value of the current contract for the Supply and Delivery of Rail from [REDACTED] to approximately [REDACTED] over the maximum 5-year term of the agreement.

Procurement Schedule for 2021

TRANSACTIONS FOR APPROVAL AND SEALING

Items for Ratification that were signed and/or sealed since previous Iarnród Éireann board meeting

1. Bridge Agreement with Kildare Co. Co., for the demolition of an existing bridge, [REDACTED] at [REDACTED] on the Dublin to Waterford Railway and construction of new bridge at this location for a consideration of [REDACTED]

Company Secretary
Iarnród Éireann
31st August 2021.

5090.13 The Board noted the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5091 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5091.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

Reappointment of Auditors

5091.2 **IT WAS RESOLVED** that, subject to the consent of the Minister for Transport, that Mazars Ireland LLP, Chartered Accountants and Registered Auditors, be and are hereby reappointed Auditors for the year ended 31st December 2021 and that the remuneration of the auditors be fixed at no more than [REDACTED] plus VAT for the 2021 audit, and [REDACTED] plus VAT for tax compliance services.

5092 APPENDICES FOR NOTING

5092.1 The board **HEREBY NOTED** the 2021 Forward Agenda and the SRA as appended to the board pack.

5093 ANY OTHER BUSINESS

5093.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 19th October 2021 at 9:30am in Limerick and each Director and board meeting attendee would be invited to attend in person. The Secretary noted that video conferencing via Microsoft Teams would be available for attendees that wished to attend virtually.

5093.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Rental Guarantee in triplicate and Deed of Variation of Lease in triplicate with [REDACTED] and [REDACTED] [REDACTED] are in the process of assigning some of their property interests to a specially created entity, [REDACTED] agreed to vary the original lease to allow for this option.
2. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], for the sale of land to CIÉ at [REDACTED], in relation to the closure of Level Crossing [REDACTED], for a consideration of [REDACTED].
3. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], for the sale of land to him at [REDACTED], in relation to the closure of Level Crossing [REDACTED] on the [REDACTED] in consideration for [REDACTED] [REDACTED] agreement to the closure of the crossing and the transfer of land to him.

Company Secretary
Iarnród Éireann
31st August 2021.

TRANSACTIONS FOR APPROVAL AND SEALINGSigning only

1. Licence in duplicate with [REDACTED], for a mobile kiosk at Clongriffin Railway Station, for a licence period of 1 year, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED] and [REDACTED], for a mobile kiosk at Salthill & Monkstown Railway Station, Co. Dublin, for a licence period of 1 year, for a licence fee of [REDACTED]
3. Licence in duplicate with Westmeath County Council to allow access to the Board's property to facilitate Works in the construction of the proposed Athlone Link Road, on the Dublin to Galway Railway Line, for a licence period of 6 months, for a licence fee of [REDACTED].
4. Licence in duplicate with [REDACTED] and [REDACTED], to allow them access to 41 acres of land at [REDACTED] [REDACTED] [REDACTED] on the Portarlinton to Athlone Railway Line, for grazing of livestock and tillage, for a licence period of 5 years at a licence fee of [REDACTED].
5. Ground Anchor Licence with [REDACTED], for the installation and operation of 56 high level temporary ground anchors and 45 low level temporary ground anchors adjacent to the DART Railway Line [REDACTED] commencing 21st July, 2021 to 11th August, 2021 for High Level Ground Anchors and 9th December, 2021 to 22nd December, 2021 for Low Level Ground Anchors, for a licence fee of [REDACTED]
6. Crane Licence in duplicate with [REDACTED] to place 2 cranes adjacent to the DART Railway Line at Boston Sidings, Dublin 2, commencing 27th January, 2022 until 21st April, 2023 for crane No. 1 and 10th February until 23rd March, 2023 for crane No. 2, for a consideration of [REDACTED]
7. Supplemental Licence in duplicate with Galway City Innovation District Co. Ltd., to extend their Original Licence by 3 calendar months, from 1st June, 2021 until 31st August, 2021, the licence fee shall be reduced from [REDACTED] per month to [REDACTED] from 1st July, 2020 until 31st August, 2021. In all other respects the Licence remains the same.
8. Licence in duplicate with [REDACTED] to allow them to place their telecoms equipment on a monopole tower at Killester, Dublin, for a licence period of 5 years, for a licence of [REDACTED] per annum with a Consumer Price Index increase after 5 years.
9. Licence in duplicate with [REDACTED], for the installation, testing, maintenance and use of 1 x 350mm borehole containing 4 ducts containing electrical cables at [REDACTED] [REDACTED] on the Navan to Kingscourt Railway Line, in the Townland of Corgarry, Enniskeen, Co. Cavan, for a licence period of 250 years, for a licence fee of [REDACTED]

Company Secretary
Iarnród Éireann
31st August 2021.

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTY-THIRD BOARD MEETING HELD ON
TUESDAY 18th OCTOBER 2021 AT THE LIMERICK STRAND HOTEL,
ENNIS RD, LIMERICK, V94 03F2, AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director
	Ms. Carolyn Griffiths	Director
	Ms. Denise Guinan	Director
	Ms. Valerie Little	Director
	Mr. Mal McGreevy	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Ms Kay Doyle	Safety Director**
	Mr Peter Tuohy	IM Safety Manager*/**
	Mr Joseph Sullivan	Train Operations - Head of Health & Safety*/**
	Mr Paul Hendrick	AD Programme Integrator*/**
	Mr Peter Smyth	Chief Mechanical Engineer**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5094 CONSTITUTION OF THE MEETING

5094.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5095 DIRECTORS’ INTERESTS

5095.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5096 PRIVATE SESSION

5096.1 A private session took place, during which Board member discussed matters to be focused on during the full meeting.

Mr. Cronin, Mr. Culligan, Mr. Ballance, Mr. Gilpin, Mr. Meade, Mr. Muldoon and Mr. O'Connor entered the Meeting.

5097 MINUTES

5097.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 31st August 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5098 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5098.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were closed or would be discussed during the Meeting.

Mr Smyth joined the Meeting

5099 STRATEGY

New Fleet Presentation

5099.1 Mr Smyth reported that the 10-year framework agreement allowed for a maximum of 750 vehicles to be ordered over a 10-year period and noted that there was no minimum order. Mr Smyth advised that the Alstom X'Trapolis had been in service for over 20 years and had a top speed of 145kph and would have a 10% faster acceleration than the current DART fleet and noted that the max axle load was 16.5 tons which was heavier than the DART. Mr Smyth explained that the new fleet could move short distances with the AUX battery and its body shell was made of aluminium and were articulated vehicles. Mr Smyth advised that the vehicles had a wide gangway, an integrated passenger information system, CCTV and charging for e-bikes. He noted that the car body would be assembled in Poland and the Bogie manufactured in France. Mr Smyth provided the Directors with an overview of the design plans and layout of the new fleet and noted that each door would have a ramp deploy to the platform prior to opening. Mr Smyth reported that the new fleet would have a driver alertness system

5099.2 Mr Smyth reported that the New Fleet Research, Consultation and Concept Testing was a five-stage process that included different representative groups and noted that the driver group included both DART and diesel fleet drivers. The Directors requested that an additional representative group of people aged over 55 be added to the research and consultations for the new fleet. **Action Point**

5099.3 Mr Smyth reported that that ETCS trackside equipment had been approved and that GSM-R Radio trackside was completed and fitted to the DART area and approved for the new fleet. He noted that the first fleet order would have maintenance performed at Drogheda and Fairview and that any subsequent orders was dependant on DART+ West and DART+ South West and the completion of the new Depot. The Chair queried if the new fleet batteries would be charged at Drogheda. Mr Smyth advised that there would be two charging stations at Drogheda and would also recharge whilst braking. Mr McGreevy queried if the warranty cover for the new fleet would see Alstom liable for defects to vehicles. Mr Smyth replied that there would be a warranty period under the contract and noted that a Technical Support and Spares Supply Agreement with Alstom had been approved by the board. Mr Mulholland queried if the old fleet would be sold, once the new fleet was put into service. Mr Smyth noted that the current DART fleet was 40 years old and thus would be sold for scrap, as it had reached end of life and would be difficult to ship to another country for further usage.

Ms Doyle joined the meeting. Mr Sullivan and Mr Tuohy entered the Meeting through MS Teams.

Safety Plan

- 5099.4 The Chair noted that a serious safety incident had occurred 28th August 2021 and advised that it was key that a strong commitment to safety should inform every aspect of the Company's activities and should be communicated and promoted to all staff and contractors. He added that the Directors held safety as a priority for the Company and that the Company had a very low risk appetite in relation to safety risks. Mr Meade note that the executive management had taken a strong view towards the incident and had stepped down those involved, even the Supervisor who had not been at the scene of the incident, until a full review of the incident had been finalised. He advised that the Company had instigated an independent review of the incident that would provide a full report, including recommendations, to the Company. He noted that a strong message of the importance of safety had been communicated to staff following the incident and advised that the independent review would not just review the incident but the overall Company safety procedures and processes. Ms Little queried if random inspections were carried out for track possessions. Mr Ballance advised that inspections were carried out and a review of processes and supervision of track possessions were also undertaken. He explained that this incident had seen the supervisor verify that they had track possession which was contrary to the procedure in place by the Company. Ms Doyle added that the Company was in the process of introducing the 'Just Culture' which would see an increase of safety inspections and safety briefings and advised that a preliminary report from the external investigation would be available for the upcoming board safety committee meeting. Mr Mulholland queried if the incident had been reported. Ms Doyle confirmed that the Commission for Railway Regulation and Railway Accident Investigation Unit had been notified.
- 5099.5 Mr McGreevy queried if the process of finishing a shift prior to contracted hours, should work be finalised ahead of schedule, be terminated. **Action Point**
- 5099.6 Ms Griffiths requested that the Company review technical solutions, such as text alerts and QR codes, for possession sign-offs. **Action Point**
- 5099.7 The Directors noted that the Rosslare Europor [REDACTED]
[REDACTED]
[REDACTED]

Ms Doyle, Mr Sullivan and Mr Tuohy left the Meeting

Ms Leonard and Mr Hendrick entered the Meeting

Train Protection System ("TPS") Advisory Papers

- 5099.8 Mr Muldoon reported that in March 2021 the board approved the contract award for the Framework Contract for the new DART+ Fleet and at the same time the board had also approved the CAPEX for the expenditure to support the initial call-off order of the DART+ Fleet Framework Agreement. He noted that the approvals remained subject to government approval and the satisfactory resolution of a TPS for the new fleet and advised that it was proposed that the DART+ fleet project would now proceed to contract execution with an ETCS Level 1 system, that would be incorporated into the new fleet framework contract and noted that the cost of this system was within the authorised spend approved by the board as outlined in the March 2021 CAPEX paper.
- 5099.9 Mr Muldoon presented the advisory note which sought the approval of the board to progress the development of the TPS project as an ETCS Level 1 solution via negotiated variations to the Alstom TPS Contracts (the "**TPS Approval**"). Mr Muldoon noted that the Company had reached an agreement in principle with Alstom for a TPS ETCS Level 1 Supplemental Agreement (the "**Agreement**"). Mr McGreevy advised that the Maynooth line should be noted as a key milestone in the Agreement, in addition to the Greystones to Drogheda line. Ms Griffiths queried if the

Agreement intended to share risk between the Company and Alstom. Mr Muldoon advised that the Agreement would contain incentives for Alstom to reach milestones, as set out in the Agreement.

- 5099.10 Mr Wynne questioned if the TPS would reduce the speed of the train or bring the train to a complete stop before a red (stop) signal. Mr Hendrick advised that the TPS would reduce the train's speed to 15kph prior to the balise located immediately (15m) before the red signal and if the front of the train went beyond this balise signal, the TPS would automatically halt the train to a complete stop. Mr Wynne queried if this would still be recorded as a SPAD to which Mr Hendrick confirmed that it would in the event that the front of the train stops beyond the red signal.
- 5099.10 Ms Leonard presented the TPS Project Procurement Advisory Paper and advised that the Company, having considered the advice received from legal Counsel, had determined that it could rely on the provisions in the EU Directives to implement the necessary variations to the Alstom TPS Contracts to complete the development and nationwide rollout of an ETCS Level 1 solution in lieu of Alstom's originally proposed IÉHS solution. Ms Leonard advised that the Company needed to be determine whether the final Agreement would require a publication of a modification notice. After due and careful consideration, **IT WAS RESOLVED** that the TPS Approval be and is hereby approved.
- 5099.11 The Directors requested that the Company review the governance surrounding the award of the original TPS, and the continuation with IÉHS over an extended period, and present a report to the board on its findings. **Action Point**

Ms Leonard and Mr Hendrick left the Meeting

5100 CHIEF EXECUTIVE'S REPORT

- 5100.1** Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period ten ("**P10 and/or Period**") that had been included in the board pack.
- 5100.2** Ms Byrne noted that the recently-constructed Pelletstown station had no lift installed and had a total of 14 ramps and two bridges. She advised that the height and length of these ramps/bridges would prove difficult for mobility-impaired persons and queried if the installation of a lift would be more appropriate. Ms Byrne asked if it is now policy for Iarnród Éireann not to provide lifts at remote railway stations. Mr Muldoon noted that Dublin City Council and the NTA had requested that the Pelletstown station bridge should afford public access over both the canal and the railway, to reduce severance in the wider community. This wider scope accounted for the additional lifts and bridges. The omission of a lift from the project scope was agreed with NTA and was due to concerns about maintaining operating lifts at remote stations, particularly due to vandalism. Mr Meade said that it would be very difficult to change the design of Pelletstown Station. A similar design is likely to be proposed for Ashtown Station. The Chair agreed to consider this policy and revert to the board for further consideration.

Financial Report

- 5100.3** The board noted the contents of the Financial Report included in the board pack.
- 5100.4** Mr Cronin presented the Company Budget 2022 (the "**Budget**") as included in the pack. Ms Little noted that Audit and Risk Committee ("**ARC**") had reviewed the Budget and was recommending its approval by the board. Mr Cronin noted that diesel fuel was 100% hedged and that the headcount was to be increased, with most hires being train drivers and capital investments team members. He advised that there was an expectation that ██████████ in mid-2022. Ms Griffiths queried if property maintenance remained underfunded. Mr Cronin advised that ██████████ had been allocated to the RU budget for property maintenance and noted that CIÉ Group was conducting a review of underfunding for property maintenance across the Group. **IT WAS RESOLVED** that the Budget be and is hereby approved.

Train Operations ("TO") Report

- 5100.05** The board noted the contents of the TO Report included in the board pack.

Commercial Report

5100.06 The board noted the contents of the Commercial Report included in the board pack.

Infrastructure Manager Report (the “IM Report”)

5100.07 The board noted the contents of the IM Report included in the board pack.

Capital Investments Report

5100.08 The board noted the contents of the Capital Investments Report included in the board pack.

5101 **ADVISORY/POLICY PAPERS**

Audit and Risk Committee Report

5101.1 Ms Little noted that CIÉ Group procure insurance for the Company and that since the HSE cyber-attack, cyber security insurance had doubled in price and it was very difficult to obtain the same level of coverage as previous years. Ms Little further noted that the Directors and Officers insurance policy had been amended from a lifetime indemnity for decisions made by non-executive Directors and executive management, to offering an indemnity for 6 years after cessation from their office.

Capital Investment Advisory Group (“CIAG”) Report

5101.2 The board noted the contents of CIAG Report. The Chair noted that Mr O’Donoghue, the chair of CIAG would be invited to present to the board. **Action Point**

Service Delivery Advisory Group (“SDAG”) Report

5101.3 The board noted the contents of SDAG Report.

Human Resources Advisory Group (“HRAG”) Report

5101.4 The board noted that contents of the HRAG Report.

PAS BAS approval process

5101.5 The Directors noted that the approval was sought to revise the Project Approval Sheet (“PAS”) and Budget Amendment Sheet (“BAS”) approval process for capital expenditure. (“**the PAS/BAS Approval**”) Mr Cronin the revised approval process sought to streamline the procedure while continuing to address the fundamental requirement of capturing all capital expenditure approvals. **IT WAS RESOLVED** that the PAS/BAS Approval be and is hereby approved.

Rosslare Europort [REDACTED]

5101.6 [REDACTED]
[REDACTED]
[REDACTED].

CIÉ Property Advisory Papers

5101.7 [REDACTED]
[REDACTED]
[REDACTED]

5101.8 **IT WAS RESOLVED** [REDACTED]
[REDACTED]
[REDACTED]

██████████. It was noted that approval was also required by CIE Group.

5102 **CAPITAL EXPENDITURE**

Capital Expenditure Proposals

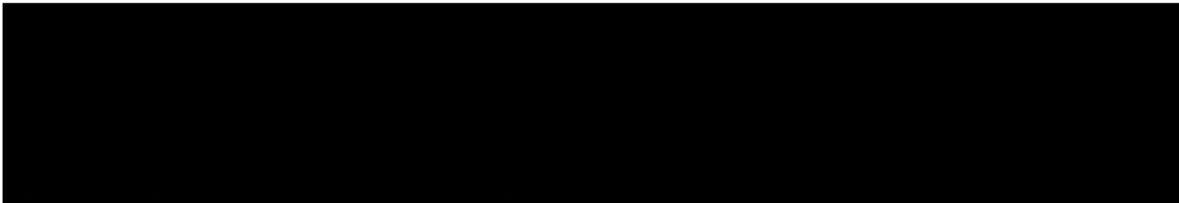
5102.1 The board noted that approval was sought for the expenditure of ██████████ for the Construction and Close Out phases (Phases 6 & 7 of the Project Management Procedures) for Colbert Station upgrade. The scope of the project comprises the relocation and increase in the number of bus bays from 12 to 21 with new extended external canopy, improvements in the connectivity between bus bays and the existing station building concourse, and new public facilities including new accessible ticket offices, retail units and toilets and that the scope included the relocation of the car park from the north of the station to a new car park on the south of the station. It was noted that this sum would bring the total board approved expenditure for the project to ██████████. (“**Colbert Station Proposal**”) It was noted that it would be funded ██████████ **IT WAS RESOLVED** that the Colbert Station Proposal be and is hereby approved.

5102.2 The board noted that approval was sought for the expenditure of additional expenditure of ██████████ in total to progress Work Packages 1, 2 & 3 (see Section 3.1 below) of the Cork Area Commuter Rail Programme (the “**CACRP Approval**”) as follows:

- Expenditure of ██████████ for the Preliminary Design, Planning & Statutory Process and Detailed Design & Tender Action Stages (Phases 3, 4 & 5 of the Project Management Procedures) for the Kent Station Through Platform project.
- Expenditure of ██████████ for the Preliminary Design and Planning & Statutory Process (Phases 3 & 4 of the Project Management Procedures), including tender action for the follow-on Phases of the Re-Signalling project.
- Expenditure of ██████████ for the Preliminary Design, Planning & Statutory Process and Detailed Design & Tender Action Stages (Phases 3, 4 & 5 of the Project Management Procedures) for the Glounthaune to Midleton Twin Track project.

It was noted that these sums would bring the total board approved expenditure on the Cork Area Commuter Rail programme to ██████████. It was further noted that it was also proposed to combine the two earlier commenced projects Kent Station Through Platform and North Esk Study under this overall CACRP going forward. It noted that it was funded by the NTA. **IT WAS RESOLVED** that the CACRP Approval be and is hereby approved.

5102.3



5102.4 The board noted that approval was sought to continue the progression of the Heuston West Station beyond its current approval of preliminary design, Phase 3, to provide for its inclusion in the DART+ South West Railway Order submission, Phase 4, and to detailed design and tender preparation, Phase 5 (a). It was noted that the additional cost of progressing the station to phase 5 (a) was ██████████ and the estimated total cost for the delivery of the station was ██████████. (“**Heuston West Proposal**”) It noted that it was funded by ██████████. **IT WAS RESOLVED** that the Heuston West Proposal be and is hereby approved.

5102.5 The board noted that approval was sought for the planned capital expenditure of ██████████ for planned Heavy Maintenance on the Iarnród Éireann fleet during 2022. (“**HME Proposal**”) It noted that it was funded by ██████████ **IT WAS RESOLVED** that the HME Proposal be and is hereby approved.

5102.5 The board noted that approval was sought for the capital expenditure of ██████████, subject to NTA approval of funds, to integrate the TMS with ICT Systems and thereby realising the full benefits of the NTCC TMS project. (“**TMS Proposal**”). **IT WAS RESOLVED** that the TMS Proposal be and is hereby approved.

5102.5 The board noted that approval was sought for the planned capital expenditure of [REDACTED] (inclusive of non-recoverable VAT) over a 15-year period to support the DART+ Fleet, ordered under the first order of the DART+ Fleet Framework Agreement, through a Technical Support and Spares Supply Agreement (“TSSSA”). It was noted that under the agreement the DART+ Fleet manufacturer would provide ongoing technical support, software support for the fleet and will also supply and manage all planned spare parts and overhaul parts required to maintain the fleet over that 15-year period. The award of the TSSSA contract to Alstom was approved at the March 2021 board meeting and was proposed to be executed at the same time as the new Fleet contact. It was advised that this was subject to agreement with the NTA and that funding for the TSSSA for the DART+ Fleet would be provided [REDACTED]. (“TSSSA Proposal”). **IT WAS RESOLVED** that the TSSSA Proposal be and is hereby approved.

Ms Leonard entered the Meeting

5103 PROCUREMENT

5103.1 Ms Leonard presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

5103.2 Ms Leonard noted that it was proposed that the Company award a contract to Mott MacDonald for the provision of consultancy services to undertake the services listed in the paper, for the Glounthaune to Midleton twin track element of the CACRP at a total estimated cost of (the “**Glounthaune to Midleton Proposal**”) It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Glounthaune to Midleton Proposal be and is hereby approved in the form presented to the Meeting.

5103.3 Ms Leonard presented the procurement proposal that sought to contract with Bridgestone and Rail PSV, without a call for competition for the continued supply of airbags for the fleet (the “**Airbag Proposal**”) and that the funding source for this contract be from the CME heavy maintenance budget. **IT WAS RESOLVED** that the Airbag Proposal be and is hereby approved in the form presented to the Meeting.

5103.4 Ms Leonard presented the procurement proposal to award a contract to Conack Construction Ltd. for the redevelopment of Colbert Station at a cost of [REDACTED] (excl. VAT). (the “**Colbert Station Proposal**”). It was noted that the funding source was NTA. **IT WAS RESOLVED** that the Colbert Station Proposal be and is hereby approved.

5103.5 Ms Leonard presented the procurement proposal that sought to contract with Diacom Computer Telephony, without a call for competition for the continued supply & support of Hewlett Packard Enterprise Equipment and associated software, hardware, maintenance and spare parts. (the “**Diacom Proposal**”). **IT WAS RESOLVED** that the Diacom Proposal be and is hereby approved.

5103.6 Ms Leonard presented the procurement proposal paper that sought the approval to enter into a further framework agreement with Kontron (formerly Kapsch Carrier Com) for the continued supply, technical support, and maintenance of the IÉ GSM-R network for five years and for the future award of all individual call off contracts under this framework agreement which may exceed [REDACTED]. It was noted that the total value of awards under the extended framework agreement between 2022 and 2026 was estimated at [REDACTED] (the “**GSM-R Network Proposal**”). **IT WAS RESOLVED** that the GSM-R Network Proposal be and is hereby approved.

5103.7 Ms Leonard presented the procurement proposal paper that sought to award a contract to KeTech, without a call for competition for the continued supply of KeTech Long Line Public Address (“**LLPA**”) Equipment and associated software, hardware, maintenance and spare parts at an estimated cost of approximately [REDACTED] per annum over 8 years and the integration of the LLPA equipment with the Traffic Management System in the new National Train Control Centre at a total estimated cost of c [REDACTED]. It was noted that the current maintenance and support agreement was due to expire in April 2022 and it was proposed to enter into a further 8-year agreement at a total estimated cost of [REDACTED]. (the “**KeTech Proposal**”). **IT WAS RESOLVED** that the KeTech Proposal be and is hereby approved.

- 5103.8 Ms Leonard presented the procurement proposal paper that sought for the award of a contract to [REDACTED] of the Rosslare Europort, [REDACTED] cost of [REDACTED] (the “**Rosslare Proposal**”). [REDACTED]
- 5103.9 Ms Leonard presented the procurement proposal paper that sought approval to contract with Siemens Rail Automation, for a further 8 years, without a call for competition, for the continued supply of signalling interlocking equipment. It was noted that the aggregated cost under derogation since January 2015 had reached [REDACTED], with a further [REDACTED] expected until December 2029. It was noted that it would be funded by the Infrastructure Manager Multi-Annual Contract (“**MAC**”). (the “**Siemens Proposal**”). **IT WAS RESOLVED** that the Siemens Proposal be and is hereby approved.
- 5103.10 Ms Leonard presented the procurement proposal that sought approval to contract with Diacom Computer Telephony, without a call for competition for the continued supply and technical support of Tadiran Telecom equipment and associated software and hardware and spare parts. It was noted that the current agreement was due to expire in early 2022 and it was proposed to enter into a further 8 year agreement with Diacom Computer Telephony at an estimated annual cost of [REDACTED] to cover maintenance and renewals and that the scope of the agreement would also include the integration of the Tadiran Telecom equipment with the new TMS to be delivered under the NTCC Project at an estimated cost of [REDACTED] and the total estimate cost of requirements under the proposed agreement being [REDACTED] (the “**Tadiran Proposal**”). **IT WAS RESOLVED** that the Tadiran Proposal be and is hereby approved.
- 5103.11 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, for the proposed pre-qualification and tender process for the award of a contract for the supply of Brake Discs for the 22000 DMU/8500 EMU and the 29000 DMU fleets with a total estimated contract value over the 7 years being [REDACTED] and to be funded from the respective CME fleet budgets. (the “**Brake Proposal**”). **IT WAS RESOLVED** that the Brake Proposal be and is hereby approved.
- 5103.12 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, for the proposed pre-qualification and tender process for the award of a contract for the provision of Fire Detection, Alarm Monitoring and CCTV Maintenance Services. It was proposed to award a contract for an initial period of three years with an option to extend for up to two additional years with a total estimated value of the contract, including the extension option, was anticipated to be in excess of [REDACTED]. (the “**Maintenance Proposal**”). **IT WAS RESOLVED** that the Maintenance Proposal be and is hereby approved.
- 5103.13 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, for the provision of Mechanical Services and Systems. It was proposed to award a contract for an initial period of three years with an option to extend for up to two additional years with a total estimated contract value, including the two-year extension option, being in excess of [REDACTED]. (the “**Mechanical Proposal**”). **IT WAS RESOLVED** that the Mechanical Proposal be and is hereby approved.
- 5103.14 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, for procurement of support consultancy services to undertake the range of essential engineering support services for the successful introduction of the new DART+ Rail Fleets. It was noted that the contract would be for an initial 4-year period with a two-year extension option (1 +1) and the total estimated value of the proposed contract for the maximum 6-year term was [REDACTED] excluding VAT. (the “**DART+ Rail Fleet Consultancy Proposal**”). **IT WAS RESOLVED** that the DART+ Rail Fleet Consultancy Proposal be and is hereby approved.

Procurement Schedule for 2021

- 5103.15 The Board noted the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

- 5104 **RISK REPORT**

- 5104.1** Mr Glynn presented the Quarterly Risk Report as included in the board pack. The Board requested that the executive ensure that all risks associated with recent safety incidents had been identified and, if considered appropriate, categorised as a principal risk. **Action Point**
- 5104.2** Ms Griffiths queried the procedure in which safety incidents would be escalated to the CRO and be added to the risk register. Mr Glynn explained that the IM and RU Safety Management Systems are the primary means by which safety risks are identified, managed and reported. He advised that these systems require that significant safety incidents and risks be reported to the monthly meetings of the IM and RU Safety Review Groups, at which point, the DIM or DRU would decide whether any specific risk should be escalated for the attention of the Executive team, who may in turn categorise a risk as a Principal Risk.
- 5104.3 Mr Glynn reported that a summary of the annual internal audit review of the risk management framework performed by BDO had been included in the board pack and advised that that BDO had found a high level of compliance by the Company of the framework.

5105 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5105.1** Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5106 APPENDICES FOR NOTING

- 5106.1** The board **HEREBY NOTED** the 2021 Forward Agenda

5107 ANY OTHER BUSINESS

- 5107.1** The Chair noted that it would be the final board meeting for ██████████ and ██████████ and wished to thank both Directors for their assistance and knowledge over the course of the previous six years. Mr Meade added that ██████████ and ██████████ had brought a depth of experience and knowledge to the organisation and had made positive contributions during their tenure. ██████████ noted that she was honoured to have served on the board and ██████████ advised that the Company had made great progress over the past six years and noted that the Company had an excellent executive in place that would see the Company continue to progress.
- 5107.2** It was noted that the next board meeting was scheduled to be held on Tuesday, 30th November 2021 at 9:30am via Microsoft Teams.
- 5107.2** There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Licence in duplicate with Irish Water for the installation of a 750mm sewer pipe in the road surface at Underbridge UBC341, Ballydahin, Mallow, Co. Cork, known as Mallow Viaduct at 145 miles 50 yards on the Dublin to Cork Railway Line, for a licence period of 250 years, for a licence fee of [REDACTED]
2. Licence in duplicate with Irish Water for the installation of a 1,500mm sewer pipe at an under-track crossing at 95 miles 1,320 yards, Slevinagee, Roscommon, on the Athlone to Westport Railway Line, for a licence period of 250 years, for a licence fee of [REDACTED]
3. Licence in duplicate with [REDACTED], for the installation of a 125mm HDPE duct to carry a power cable at Overbridge OBR169 at 30 miles 430 yards on the Dublin to Wexford Railway Line in the Townland of Ballybeg, Rathnew, Co. Wicklow, for a licence period of 250 years, for a licence fee of [REDACTED]
4. Licence in duplicate with Fingal Co. Co. for the installation of a flood lighting scheme to the masonry arch of UBB56 Balbriggan Viaduct on the Dublin to Belfast Railway Line for a licence period of 10 years, for a licence fee [REDACTED]

Company Secretary
Iarnród Éireann
19th October 2021.

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Licence in duplicate with The County Council of the County of Wicklow to allow them access to the Board's property to carry out works for cycle and pedestrian access at Railway Underbridge UBR138 at 11 miles 1,320 yards on the Dublin to Wicklow Railway Line, for a licence period of 40 years, for a licence fee [REDACTED]
2. Licence in triplicate with Clare Lake Development Committee, to carry out works to develop the licensed lands as a recreational walkway, at Mayfield Lake, Claremorris, Co. Mayo, on the Dublin to Westport Railway Line, for a licence period of 10 years, for a licence fee of [REDACTED]
3. Licence in duplicate with [REDACTED] This licence is to effect a change of name from [REDACTED] in relation to the use of a compound area in Kent Railway Station, Cork. All other aspects of the original licence dated 18th December, 2020 remain unchanged.
4. Licence in duplicate with [REDACTED] for the installation of a tower crane adjacent to the Clonsilla to Pace Railway Line at 7 miles 1,320 yards, in relation to the Hansfield Housing Development, Clonsilla, Dublin 15, for a licence period of 12 months, for a licence fee of [REDACTED]
5. Licence with [REDACTED] for the installation, operation, upgrade and maintenance of their equipment on the Iarnród Éireann signal mast at Dalkey DART Station, Co. Dublin, for a licence period of 5 years, for a licence fee of [REDACTED] per annum.

Company Secretary
Iarnród Éireann
19th October 2021.

TRANSACTIONS FOR APPROVAL AND SEALING

Items for Ratification that were signed and/or sealed since previous Iarnród Éireann board meeting

1. Licence in duplicate with [REDACTED] to allow Iarnród Éireann access to his land at [REDACTED], for the clearing of lineside vegetation and to replace end of life fencing on the Dublin to Cork Railway Line, for a licence period from 7th September, 2021 to 24th September, 2021, for a licence fee of [REDACTED]

**Company Secretary
Iarnród Éireann
19th October 2021.**

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
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTY-FOURTH BOARD MEETING HELD ON
TUESDAY 30th NOVEMBER 2021 VIA MICROSOFT TEAMS
AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director
	Ms. Denise Guinan	Director
	Ms. Valerie Little	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Ms Kay Doyle	Safety Director**
	Mr Mick McMahan	Chief Information Officer */**
	Mr Karl Langan	Data Programme Manager */**
	Mr Aidan Bermingham	CCE Specialist Engineer*/**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5108 CONSTITUTION OF THE MEETING

5108.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5109 DIRECTORS’ INTERESTS

5109.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5110 PRIVATE SESSION

5110.1 A private session took place, during which Board member discussed matters to be focused on during the full meeting.

Mr. Cronin, Mr. Culligan, Mr. Ballance, Mr. Gilpin, Mr. Meade, Mr. Muldoon and Mr. O’Connor

entered the Meeting.

5011 MINUTES

- 5011.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 19th October 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5012 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5012.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were closed or would be discussed during the Meeting.

Mr McMahon and Mr Langan joined the Meeting

5013 STRATEGY

IT Strategy

- 5013.1 Mr McMahon provided the Directors with an overview of the roadmap for the Company’s IT strategy and the progress of ICT projects since 2020.
- 5013.2 Mr Langan reported that that data was a key asset for the Company and that the ICT department intended to make data more readily available to the Company’s business units. He advised that this involved building a new data warehouse and that data analysis would evolve using tactical business requirements. Mr Langan reported that the new data hub would support business intelligence and ad-hoc data requests and support third party data such as weather data and would lead to the automation and improved processing of IE data. He advised that these improvements would allow for predictive analysis in areas such as capacity and maintenance.
- 5013.3 With regards to cyber security, Mr McMahon explained that the Company’s NIS Directive Compliance had improved to 2.78 and noted that there was a project roadmap in place to achieve a level 3 rating. Mr McMahon advised that the HSE cyber-attack had highlighted some key issues that would arise in the event of a cyber-attack. He noted that the Company’s Run Book was stored in physical form and a plan for order of priority for the rebooting of systems was in place. Mr McMahon advised that the Company had invested in the continued improvement of cyber security systems and that the Company has two data centres to ensure business continuity in the event of a cyber-attack. Mr Mulholland queried if the Company was adequately resourced. Mr McMahon replied that service delivery and project management teams were fully resourced, and a recruitment plan was in place for open positions within the ICT department. He noted that contractors supported the Company in some areas also.

Mr McMahon and Mr Langan left the Meeting

Mr Bermingham entered the Meeting

Coastal Protection update

- 5013.4 Mr Bermingham provided a presentation to the Directors that provided a detailed overview of the East Coast Railway Infrastructure Protection Projects (“**ECRIPP**”) and showed visuals for the expected 2030 and 2050 erosion rates at Bray Head tunnel and other sections of the railway route. He advised that the Company collaborated with local authorities and government agencies to complete erosion studies and provided an overview of a breakwater proposal, which was at the design stage and was estimated to cost █████. Mr Bermingham reported that the ECRIPP would cost between █████ to █████ over a 10-year period and that ECRIPP must go through a full environmental impact report that would be open for comments from a multiplicity of interest groups.

Mr Bermingham left the Meeting

Ms Doyle joined the meeting.

Safety Plan

5013.5 **IT WAS RESOLVED** that the 2022 Safety Plans for Rosslare Europort, Infrastructure Manager and Railway Undertaking be approved in the form presented to the Meeting.

5013.6 Ms Doyle provided the Directors with an update on the on-going independent investigation of a safety incident that had occurred 28th August 2021 and advised that the full report would be presented to the January 2022 strategy meeting and it was anticipated for there to be 15 recommendations arising from the report. She advised that safety audits had increased in frequency since the incident. Ms Doyle provided an overview of the details which had emerged during the incident investigation. She noted that there was no evidence that such incidents were happening regularly within the organisation. Ms Roarty noted that there were multiple points of failure of the Company's safety culture and advised that it was a priority of the Directors to review the Company's safety culture and incident report at the January 2022 meeting.

Ms Doyle left the Meeting

5114 CHIEF EXECUTIVE'S REPORT

5114.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period ten ("**P11 and/or Period**") that had been included in the board pack.

5114.2 Mr Meade reported that the Company was to launch [REDACTED] [REDACTED] [REDACTED] Mr Meade noted that the Company had provided, after being requested, an update for the Minister of Transport on Rosslare Europort. Mr Meade advised that the [REDACTED] [REDACTED].

5114.3 Mr Meade advised that he had spoken with the Department of Transport ("**DoT**") and noted that the Company had requested that the two open non-executive directors roles be advertised before Christmas 2021. Mr Meade noted that the All-Island Rail Review had launched and advised that Directors were invited to provide input to the executive for the Company's submission to government. **Action Point**

Financial Report

5114.4 The board noted the contents of the Financial Report included in the board pack. Mr Cronin reported that there had been an underspend for the total gross expenditure by the Infrastructure Manager year which was [REDACTED] lower than forecast. He noted that the full year total Gross Expenditure forecast was [REDACTED] which would require an average spend of [REDACTED] per period to the end of the year.

5114.5 Mr Cronin reported that the DoT had advised the Company of an additional [REDACTED] funding allocation for 2022, of which [REDACTED] was for the Cork Line Relaying Project ("**CLRP**") and [REDACTED] for Climate Resilient and Sustainable Rail works and a reduction of [REDACTED] in funding for the East Coast Railway Infrastructure Protection Project in 2022. He noted that the NTA had increased the funding for Customer Related Enhancements projects by [REDACTED] and confirmed that the approved Budget 2022 had been updated to reflect this additional funding. Mr Mulholland queried the implications of the reduction of [REDACTED] Mr Ballance confirmed that this reduction would have no implications in the overall project and would not impact the 2022 plan. The Chairperson queried if Rosslare Europort [REDACTED] [REDACTED] [REDACTED].

Train Operations ("TO") Report

5114.6 The board noted the contents of the TO Report included in the board pack. Mr Gilpin reported that that the Anti-Social Behaviour ("**ASB**") strategy continued to be rolled out, with a lot of work done

thus far but ASB continued to be an area of focus. Mr Gilpin advised that the Company was setting up a forum for front-line staff to facilitate comment and feedback on ASB to Company management. He further advised that that Company was to increase and improve surveillance equipment and was reviewing the expansion authorised officers' powers, including providing authorised officers powers to Gardaí, to issue fixed penalty notices on behalf of the Company. Ms Byrne requested that ASB questions being included in the customer experience interviews **Action Point**

Commercial Report

5114.07 The board noted the contents of the Commercial Report included in the board pack.

Infrastructure Manager Report (the "IM Report")

5114.08 The board noted the contents of the IM Report included in the board pack. With regards to the permanent way driver progress, Mr Ballance noted that discussions were had with the RU and trade unions regarding an acceptable selection process to recruit the next cohort of drivers and an agreement had been reached on how this may be progressed.

5114.09 Mr Ballance reported that the revised 2021 CLRP programme was progressing well and the project was on track to deliver all targets and noted the 2022 project plan was now being finalised

Capital Investments Report

5114.10 The board noted the contents of the Capital Investments Report included in the board pack. Mr Muldoon advised that the Company was working constructively with ESB to resolve of the requirement for the building of three sub-stations to resupply the new fleet but there had been no agreement yet.

5115 ADVISORY/POLICY PAPERS

Audit and Risk Committee ("ARC") Report

5115.1 Ms Little noted that an advisory note on the legal structure of the Fishguard and Rosslare Railways and Harbours Company would be presented at the next board meeting. **Action Point**

5115.2 Ms Little noted that updated ARC terms of reference ("**ToR**") had been included for consideration by the board for approval. **IT WAS RESOLVED** that the ARC's ToR be and are hereby approved.

Board Safety Committee ("BSC") Report

5115.2 The board noted the contents of BSC Report.

Level Crossing Closure

5115.3 The board noted the three advisory papers that requested board approval for the closure of level crossings XG124, XM242/XM243 and XT111 (the "**Level Crossing Approvals**"). **IT WAS RESOLVED** that approvals be granted as per the requests detailed within the Level Crossing Approvals presented to the Meeting.

EU Connecting Europe Facilities ("CEF") funding

5115.4 [REDACTED]

Bank of Ireland Mandate - Amendment to Authorised Signatories

5115.5 The Directors noted that the approval was sought to amend the authorised signatories as detailed below and to take effect from 1st January 2022:

- Delete the name of [REDACTED] from the list of authorised signatories for Ireland No. 1 Account (including supplementary accounts).
- Delete the name of [REDACTED] from the list of authorised signatories for Wages Drawing No. 1 Account (including supplementary accounts).
- Add the name of Mr Billy Gilpin to the list of authorised signatories for Ireland No. 1 account (including supplementary accounts).
- Add the name of Mr Billy Gilpin to the list of authorised signatories for Wages Drawing No. 1 Account (including supplementary accounts).
- Add the name of Mr Stephen duff to the list of authorised signatories for Ireland No1 account (including supplementary accounts).
- Add the name of Mr Stephen Duff to the list of authorised signatories for Wages Drawing No. 1 Account (including supplementary accounts).
(together being the “**Amendment to Authorised Signatories Approval**”)

5115.6 **IT WAS RESOLVED** that the Amendment to Authorised Signatories Approval be and is hereby approved.

CIÉ Property Advisory Papers

5115.7 The board **HEREBY NOTED** the following advisory papers seeking approval from CIÉ for permission to commence negotiations with [REDACTED] to replace arrangements which relate to equipment on Iarnród Éireann masts and towers and to grant a licence to [REDACTED] which will provide for the installation of a single 100mm foul sewer pipe in the roadway beneath bridge structure UBB151 at 50 miles 1660 yards on the Dublin – Belfast railway line..

5116 CAPITAL EXPENDITURE

Capital Expenditure Proposals

5116.1 The board noted that approval was sought for the expenditure of [REDACTED] to progress preliminary design and planning (Phases 3 & 4 of the Project Management Procedures) for accessibility upgrade works Package B. (“**Accessibility Package B Proposal**”). The Chairperson queried if these accessibility works at new stations would include lifts or would they be similar to Pelletstown station and just provide ramps. Ms Byrne advised that the Company needed to ensure accessibility to all people, including reduced mobility people, which Pelletstown did not provide. Mr Meade noted that a community access point which incorporated a canal crossing had been provided at Pelletstown station which added to the distances to be travelled. He noted that this made the provision of lifts a challenge to maintain, due to vandalism and external factors, and the need to commit to a response time for lift maintenance, which was the rationale for ramps being the preferred solution for that station. The Chairperson requested that future reviews for accessibility upgrades for stations be reviewed by the Disability User Group. It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Accessibility Package B Proposal be and is hereby approved.

5116.2 The board noted that approval was sought for additional expenditure of [REDACTED] (of which [REDACTED] is ineligible for NTA funding) to complete the detailed design & tender process for ‘Package A2’ full Accessibility upgrade works, including footbridges with lifts, at Little Island station (Phase 5 of the Project Management Procedures). (the “**Accessibility Package A2 Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Accessibility Package A2 Proposal be and is hereby approved.

5116.3 The board noted that approval was sought for the capital expenditure of [REDACTED] (including non-recoverable VAT) for the procurement, installation, and commissioning of rapid charging points (including all site infrastructure) for Electric Vehicle Taxis at nine locations nationwide. (“**EV Taxi Charging Proposal**”) It noted that it was funded by the DoT. **IT WAS RESOLVED** that the EV Taxi Charging Proposal be and is hereby approved.

- 5116.4 The board noted that approval was sought to increase the scope of the Company's design and project management services in respect of Fingal County Council's Broadmeadow Way scheme to include the procurement and management of additional geotechnical investigations over the length of the Company's railway embankments located directly to the north and south of the Malahide viaduct (Phase 5 of the Project Management procedures). Approval was also sought to increase the budget, to facilitate the scope change, by ██████ to ██████ (the "**Broadmeadow Way Detailed Design & Tender Proposal**") It was noted that Fingal County Council had confirmed that they will fund the additional costs associated with this scope change. **IT WAS RESOLVED** that the Broadmeadow Way Detailed Design & Tender Proposal be and is hereby approved.
- 5116.5 The board noted that approval was sought to amend the scope and increase the budget of the on-site testing stage (Test Stage 0) of the Train Protection System ("**TPS**") project and that this change in scope would deploy an ETCS Level 1 TPS on the Drogheda to Greystones line to support the commissioning of new fleet as part of the new DART Fleet project. It was advised that the additional budget required for this change in scope was ██████ which would bring the total board approved expenditure for this phase of the project (Phase 3 to Phase 7 of the Project Management Procedures) to ██████ and total project expenditure for the overall TPS project to ██████. ("**TPS Proposal**"). **IT WAS RESOLVED** that the TMS Proposal be and is hereby approved.
- 5116.6 The board noted that approval was sought for capital and operating expenditure of ██████ for the implementation of the Port Terminal Management System ("**PTMS**") over a five-year period. It was noted that the project was subject to the successful completion of negotiations with the preferred vendor and to the availability of own funding which was a Capex increase of ██████ to Budget 2022 and that these costs are subject to change and negotiation. ("**PTMS Proposal**"). **IT WAS RESOLVED** that the PTMS Proposal be and is hereby approved.
- 5116.7 The board noted that approval was sought for expenditure of ██████, inclusive of VAT and contingency for the design, installation, and commissioning of new software and installing new hardware on IÉ rolling stock for the capture of real-time customer information ("**RTCI**"). It was noted that the project was subject to funding by the NTA. ("**RTCI Proposal**"). **IT WAS RESOLVED** that the RTCI Proposal be and is hereby approved.
- 5116.8 The board noted that approval was sought for expenditure in the amount of ██████ (including non-recoverable VAT) for the undertaking of design preparation, construction works, interim works and statutory submissions for the ECRIPP and involved coastal infrastructure protection works for the railway infrastructure on the Dublin to Wexford route. It was noted that the ██████ is fully funded by the DoT through the NTA, subject to the achievement of the relevant gateways under the Public Spending Code processes. ("**ECRIPP Proposal**"). **IT WAS RESOLVED** that the ECRIPP Proposal be and is hereby approved.
- 5116.9 The board noted that approval was sought for the additional expenditure of ██████ to complete the implementation of the Train Consists/Rolling Stock Rostering System subject to NTA funding. It was noted that this had been NTA funded to the amount of ██████ and that the additional expenditure was required as a consequence of the finalisation of the procurement process with the best offer and winning solution being 35% higher than the original estimate and that this proposal would increase the total approved expenditure on this project from ██████ to ██████ ("**Train Consists Proposal**"). **IT WAS RESOLVED** that the Train Consists Proposal be and is hereby approved.

Ms Leonard entered the Meeting

5117 **PROCUREMENT**

- 5117.1 Ms Leonard presented the Procurement Report and KPI dashboards included in the Board pack circulated in advance of the Meeting.

Procurement Proposals

- 5117.2 Ms Leonard noted that it was proposed that the Company award a contract to Voith Turbo UK Ltd for the provision of specialist equipment overhaul services required across a number of rolling stock fleets as part of the planned heavy maintenance activities. It was noted that the contract would be for an initial term of 5 years, at a total estimated cost of ██████, with an option to extend the agreement for an additional 3 years at an estimated cost of ██████, giving a total 8-year contract award value of ██████ (the "**Coupler Overhauls Proposal**") It was noted that it would be funded

by the CME heavy maintenance budget. **IT WAS RESOLVED** that the Coupler Overhauls Proposal be and is hereby approved in the form presented to the Meeting.

5117.3 Ms Leonard noted that it was proposed that the Company award the following contracts for the supply of Rolling Stock Friction products as follows

- A contract to Rail PSV, for Lots 1, 2, 3, 4, 6, 7, 8 and 9 for an initial term of 5 years, at a total estimated cost of [REDACTED], and with an option to extend the agreement for an additional 2 years at an estimated cost of [REDACTED], giving a total 7-year contract award value of [REDACTED]; and
- A contract to Truck and Bus Parts, for Lot 5, for an initial term of 5 years, at an estimated cost of [REDACTED], and with an option to extend the agreement for an additional 2 years at an estimated cost of [REDACTED], giving a total 7-year contract award value of [REDACTED]

It was noted that prices would be fixed for the initial 5-year term of the agreements and the optional 2-year extension, prices would be subject to indexation and the funding source for this contract would be from the CME heavy maintenance and running maintenance budgets. (the “**Rolling Stock Friction Proposal**”) It was noted that it would be funded by the CME heavy maintenance budget. **IT WAS RESOLVED** that the Rolling Stock Friction Proposal be and is hereby approved in the form presented to the Meeting.

5117.4 Ms Leonard presented the procurement proposal that sought to award a contract to Infinity Lifts Ltd for the supply and installation of lifts, escalators and renewal of lift control systems for the Year 3 renewals programme with an estimated value of being [REDACTED]. (the “**Year 3 Lift/Escalator Proposal**”) and that the funding source for this contract be from the NTA. **IT WAS RESOLVED** that the Year 3 Lift/Escalator Proposal be and is hereby approved in the form presented to the Meeting.

5117.5 Ms Leonard presented the procurement proposal that asked the board to note an increase of approx. [REDACTED] in the contract award value for the Loop Line Arches Main Works, which was awarded to Piper Hill Construction Limited, bringing the total award value to [REDACTED]. It was noted that since the value now exceeds [REDACTED], the approval of the board was sought retrospectively to approve the modification to the contract and that the additional costs are related to works that became necessary during the contract and which could not have been anticipated at tender stage or contract award stage. (the “**Loop Line Proposal**”) The project is funded from own funds. **IT WAS RESOLVED** that the Loop Line Proposal be and is hereby approved in the form presented to the Meeting.

5117.6 Ms Leonard presented the procurement proposal paper that sought the approval to award a contract to [REDACTED] for the provision of a PTMS for Rosslare Europort [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED].

5103.7 Ms Leonard presented the procurement proposal paper that sought to award a contract to Northwood Technology for the supply and support of access monitoring equipment for use at signalling and telecoms equipment rooms and other locations nationwide with a term of the agreement of five years and an estimated value of [REDACTED]. It was noted the funding source for this contract would be IMMAC. (the “**SET Access Control System Proposal**”). **IT WAS RESOLVED** that the SET Access Control System Proposal be and is hereby approved.

5103.8 Ms Leonard presented the procurement proposal that sought approval to award a call off contract to [REDACTED] for the leasing of electric vehicles as follows:

- 38 Electric Cars at a value of [REDACTED] (excl. VAT)
- 8 Electric Vans at a value of [REDACTED] (excl. VAT)
- 4 Hybrid Vans at a value of [REDACTED] (excl. VAT)
- Consumables at an estimated value of [REDACTED] (excl. VAT)

It was noted that the term of the call-off contract would be for a period of up to 4 years with the total estimated value including the lease costs and the estimated consumable costs over the lease period being [REDACTED] (the “**Framework Agreement for Leasing Proposal**”). **IT WAS RESOLVED** that the Framework Agreement for Leasing Proposal be and is hereby approved.

- 5103.9 Ms Leonard presented the procurement proposal that sought approval sought for the selection and award criteria for the proposed pre-qualification and tender process for the supply and delivery of points, crossings, spares and components for a period of 4 years with an option to extend for a further year. The estimated total spend under this contract was ██████ to ██████ excluding VAT and the funding source for this contract was the multi annual contract. (the “**Supply & Delivery of Points & Crossings Proposal**”). **IT WAS RESOLVED** that the Supply & Delivery of Points & Crossings Proposal be and is hereby approved.
- 5103.10 Ms Leonard presented the procurement proposal that sought approval for sought for the selection and award criteria for the award of a contract for the provision of Building Maintenance Services at CME Locations for an initial period of three years with an option to extend for up to two additional years with a total estimated contract value including the two-year extension option is anticipated to be ██████ funded by CME own funds. (the “**Maintenance Proposal**”). **IT WAS RESOLVED** that the Maintenance Proposal be and is hereby approved.
- 5103.11 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria for the award of a contract for the installation, testing and repair of automated gates and security barriers for an initial period of three years with an option to extend for up to two additional years with estimated value of the contract including the extension option to be ██████. (the “**Automated Gates and Security Barriers Proposal**”). **IT WAS RESOLVED** that the Automated Gates and Security Barriers Proposal be and is hereby approved.
- 5103.12 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, set out in sections 3 and 4 below, to commence a tender process to establish a multi-party framework agreement for the renewal, upgrade and replacement of mechanical and electrical systems and services with the scope of the agreement would include the supply and installation of new mechanical and electrical systems with a proposed duration of the framework agreement being 5 years with an estimated value of services to be awarded under the agreement over the five-year period being ██████ and the funding source would come from NTA and other capital funding streams. (the “**Mechanical and Electrical Systems Proposal**”). **IT WAS RESOLVED** that the Mechanical and Electrical Systems Proposal be and is hereby approved.
- 5103.13 Ms Leonard presented the procurement proposal that sought approval the selection and award criteria to facilitate a tender process for provision of specialist and general labour services to the Sleeper Factory in Portlaoise with an estimated value of the contract being ██████ over the next 5 years (the “**Sleeper Factory Portlaoise Proposal**”). **IT WAS RESOLVED** that the Sleeper Factory Portlaoise Proposal be and is hereby approved.
- 5103.14 Ms Leonard presented the procurement proposal that sought approval for award criteria as set out in section 3 to establish contract agreements for the supply of personal protective equipment (“**PPE**”) with a term of five years. The estimate value over the full term of the contract term is estimated ██████ (excl. VAT). (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.
- 5103.15 The board **HEREBY NOTED** on the annual review of the Group Procurement Policies and Procedures
- 5103.16 The Board **HEREBY NOTED** the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5104 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5104.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.
- 5104.2 The Board **HEREBY NOTED** the ARC minutes from 13th October 2021, the Service Delivery Group Advisory Group minutes dated 19th August 2021, the Capital Investment Advisory Group minutes date 19th August 2021 and the HR Advisory Group minutes dated 12th July 2021.

5105 APPENDICES FOR NOTING

5105.1 The board **HEREBY NOTED** the 2021 and 2022 Forward Agenda

5106 ANY OTHER BUSINESS

5106.1 The Chair noted that it would be the final board meeting for [REDACTED] and wished to thank her for her assistance and knowledge since her appointment. Mr Meade presented [REDACTED] with a commentative plaque in recognition of her service.

5106.2 It was noted that the next board meeting was scheduled to be held on Tuesday, 18th January 2022 at 9:30am via Microsoft Teams.

5106.3 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] and [REDACTED] [REDACTED] for the purchase of 15 acres of land in relation to the closure of [REDACTED] [REDACTED] yards on the Athlone to Westport Railway Line and their agreement to the closure for a consideration of [REDACTED].
2. Deed of Surrender, single copy, with Select Service [REDACTED], in respect of a 10 year lease of [REDACTED] [REDACTED] Station, for a surrender fee of [REDACTED].
3. Lease in duplicate with [REDACTED], for [REDACTED] for a term of 10 years, for a rent of [REDACTED] per annum or [REDACTED].
4. Access Licence Agreement in triplicate with the National Transport Authority for the provision of a new bus stop facility within the car park at Hazelhatch Railway Station, for a licence period of 20 years from 28th November, 2021, for a licence fee of [REDACTED].
5. Agreement in duplicate with [REDACTED], to purchase [REDACTED] [REDACTED] on the Mullingar to Sligo Railway Line, [REDACTED] [REDACTED], in consideration of [REDACTED] surrender and the vacating of the [REDACTED] and agreement for life of the [REDACTED].
6. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] [REDACTED] in relation to the closure of [REDACTED] on the Athlone to Westport Line for a consideration of [REDACTED].
7. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] and [REDACTED] Bergin in relation to the purchase of 4 acres of land to facilitate the closure of [REDACTED] [REDACTED] on the Dublin to Waterford Railway Line for a consideration of [REDACTED].

Company Secretary
Iarnród Éireann
30th November 2021.

TRANSACTIONS FOR APPROVAL AND SEALINGSigning only

1. Licence in duplicate with [REDACTED], for part of the Board's property at Ceannt Railway Station, Galway, to locate their site offices and for car parking, for a licence period from 1st June, 2021 until 31st January, 2022, for a licence fee of [REDACTED] per month.
2. Licence in duplicate with [REDACTED], to allow Iarnród Éireann access to his land to use as a compound for bridge renewal works to [REDACTED] in the Townland of [REDACTED] on the Limerick-to-Limerick Junction Railway Line, for a licence period of 12 weeks, for a licence fee of [REDACTED]
3. Licence, single copy with [REDACTED] for the installation, maintenance and use of electric cables and water pipe at Level Crossings XS136 and XS138, Ballymote, on the Mullingar to Sligo Railway Line, Co. Sligo, for agricultural purposes, for a licence period of 99 years for a licence fee of [REDACTED]
4. Residential Licence in duplicate with [REDACTED] for a property at [REDACTED] in relation to [REDACTED] on the Mullingar to Sligo Railway Line, for a licence period, for the life of [REDACTED], for a licence fee of [REDACTED] annum.
5. Licence in duplicate with [REDACTED] as Legal Personal representative in the estate of [REDACTED], deceased, for land adjacent to [REDACTED], to use as a compound for access and the storage of heavy construction vehicles to facilitate works on the construction of pedestrian bridge over the Railway at [REDACTED] Station, for a licence period of at least 8 months, for a licence fee of [REDACTED] per month [REDACTED] in total.
6. Licence, single copy, with [REDACTED], to access his lands at [REDACTED], for a licence period of 5 months, for a licence fee of [REDACTED].
7. Master Licence Agreement in duplicate with [REDACTED], in respect of multiple track crossings for broadband infrastructure exceeding 600 in number, for a licence period of 35 years, for a licence fee of [REDACTED] for the first 7 years and thereafter [REDACTED] per annum.
8. Licence in duplicate with [REDACTED], for the installation of two HDPE ducts at two locations, in the roadway beneath [REDACTED], at [REDACTED] and [REDACTED], on the Rosslare to Europort Railway Line, for a licence period of 45 years, for a licence fee of [REDACTED].
9. Supplemental Licence in duplicate with [REDACTED] for office and car parking at [REDACTED], extending the original Licence from 31st October 2020 until 28th February 2021. All other aspects of the Licence remain the same.

Company Secretary
Iarnród Éireann
30th November 2021

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 (“IÉ”) - IRISH RAIL
(the “COMPANY”)**

**MINUTES OF THE THREE HUNDRED AND FIFTY-FIFTH BOARD MEETING HELD ON
TUESDAY 18th JANUARY 2022 VIA MICROSOFT TEAMS
AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director
	Mr. Jimmy Doran	Director
	Ms. Valerie Little	Director
	Mr. Peter Mulholland	Director
	Ms. Sarah Roarty	Director
	Mr. Tommy Wynne	Director
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Ms Kay Doyle	Safety Director**
	Mr Colm Costello	CIÉ Head of Legal**
	Mr Stephen Watson	Independent Investigation Chairperson**
	Ms Fiona O’Shea	Safety Approvals Manager**
	Ms Eileen Russell	Principal Consultant, Ricardo plc **

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5121 CONSTITUTION OF THE MEETING

5121.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5122 DIRECTORS’ INTERESTS

5122.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5123 PRIVATE SESSION

5123.1 A private session took place, during which Board member discussed matters to be focused on during the full meeting.

Mr. Cronin, Mr. Culligan, Mr. Ballance, Mr. Gilpin, Mr. Meade, Mr. Muldoon and Mr. O'Connor entered the Meeting.

5124 MINUTES

5124.1 The Chairperson noted that Mr Jimmy Doran had been appointed as Director of the Company with effect from 1st December 2021. Mr Doran introduced himself to the attendees and provided an overview of his experience.

5124.2 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 30th November 2021 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5125 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5125.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were closed or would be discussed during the Meeting.

5125.2 The Directors discussed the Company’s submission to the All-Island Rail Review and requested to be briefed regularly on recommendations such as changes to the evaluation framework for rail projects.

5126 PROCUREMENT PROPOSALS

5126.1 The Directors noted the procurement proposal that sought to award a contract to award call-off contracts (i) for the leasing of commercial & passenger electric vehicles to GPT at a cost of [REDACTED] for the provision of 230 commercial vehicles at a total estimated cost of [REDACTED] and associated road tax and consumables costs at [REDACTED] and (ii) to [REDACTED] at a cost of [REDACTED] for the provision of 61 passenger vehicles at a total estimated cost of [REDACTED] and associated road tax and consumables costs at [REDACTED] excluding VAT. (the “**Framework Agreement for Leasing of Cars and Vans Proposal**”) and that the funding source for this contract be from the NTA. **IT WAS RESOLVED** that the Framework Agreement for Leasing of Cars and Vans Proposal be and is hereby approved in the form presented to the Meeting.

5127 STRATEGY

Mr Costello entered the Meeting

Fishguard and Rosslare Railways and Harbour Company (“**FRRHC**”)

5127.1 [REDACTED]

Mr Costello left the Meeting

Mr Watson entered the Meeting

Independent Safety Incident Report

- 5127.2 The board noted the report from the independent investigator, with regards to a safety incident that occurred in August 2021. Mr Meade advised that the full details and seriousness of the incident had not transpired until later in September 2021 and noted that Mr Watson had been appointed the chair of the investigation. Mr Watson provided the board with an overview of the incident timeline and the results of the investigation. He advised the board of sixteen recommendations following the incident which Mr Meade confirmed that IÉ management was committed to implementing.
- 5127.3 Following queries from the board, it was confirmed that the incident would not have occurred had the policies and procedures of IÉ been fully adhered to on the night in question. The board stressed that IÉ needed to ensure that leadership throughout the organisation communicated IÉ's safety culture to all staff and contractors and that the mechanisms for raising safety concerns, for both IÉ staff and contractors, be clearly communicated. The board emphasised its commitment to continuously improving the safety culture of IÉ.

Mr Watson left the Meeting

Safety response and initiatives updates

- 5127.4 Ms Doyle provided the board with an overview of recent safety initiatives of IÉ such as a health and well-being system being rolled out across the organisation and a new training course on hazard identification and risk assessment. She noted that Field Reach App was now being used for site safety briefings, contractor site safety audits, hazard/close call reporting, which allowed the use of smartphones to carry out these functions rather than the traditional paper-based method. She advised that the Safety Leadership Training to make the managers aware of the importance of being safety leaders had been launched.

Ms O'Shea entered the Meeting

Network Wide Risk Model ("NWRM")

- 5127.5 Ms O'Shea reported that the IÉ NWRM was established in 2003 and was developed at request of Department of Transport to support the Railway Safety Programme. Ms O'Shea explained that the NWRM assesses the risk from all significant sources of safety risk and the risk to customers, staff, members of the public and trespassers. She advised that NWRM was objective, quantitative scientific risk model that combines objective data with predictive models and professional judgement to measure risk.

Ms O'Shea left the Meeting

Ms Russel entered the Meeting

Ricardo Rail – Safety Strategy Review

- 5127.6 Ms Russel presented the draft IÉ Safety Strategy to board and noted that there were five key themes: safety performance, lessons learnt from recent incidents, the understanding of priorities and ambitions, the current landscape and future changes, new and emerging issues and Stakeholder views. She noted that the Safety Strategy would review best practice throughout the industry and examine case studies. She explained that Safety Strategy Initiatives would align with strategic objectives of IÉ and IÉ's corporate policies. The Directors were invited to provide feedback to Ms Russel and IÉ on the draft IÉ Safety Strategy.

Ms Russel left the Meeting

5128 APPENDICES FOR NOTING

- 5128.1 The board **HEREBY NOTED** the 2022 Forward Agenda

5129 ANY OTHER BUSINESS

5129.1 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____