

Stáisiún Uí Chonghaile, Baile Átha Cliath 1, D01 V6V6

Connolly Station, Dublin 1, D01 V6V6

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2<sup>nd</sup> June 2022

[Redacted]

Email: [Redacted]

**Re: FOI request IE\_FOI\_575**

Dear [Redacted],

I refer to your request dated 2<sup>nd</sup> May 2022 made under the Freedom of Information Act 2014, which was received on by my office on the 3<sup>rd</sup> May, for records held by Iarnród Éireann.

**Request:**

- Copy of the minutes of all Irish Rail board meeting meetings from November 2021 to May 2022

**Response:**

I, Mr. Dave McCabe, Decision Maker have now made a final decision to part grant your request on 2<sup>nd</sup> June 2022.

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](mailto:foi@irishrail.ie). You should make your appeal within 4 weeks (20 working days) from the date of this notification, where a day is defined as a working day excluding, the weekend and public holidays, however, the making of a late appeal may be permitted in appropriate circumstances.

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

Should you have any questions or concerns regarding the above, please contact the FOI Officer on [Redacted] or by email at [foi@irishrail.ie](mailto:foi@irishrail.ie)

Yours sincerely,

PP 

**Mr. Dave McCabe, FOI Decision Maker, Office of Company Secretary, Iarnród Éireann**

Freedom of Information Request:  
Schedule of Records for IE\_FOI\_575 : 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	30.11 2021	2021 11 30 IE Minutes	11	Part Grant		
	Page 2	5013 3			Section 29 - Deliberations of Public Bodies	Information relating to the deliberative process so that an ongoing activity of formulating, considering, weighing up, advising and deciding on issues is not interfered with.
		5013.4			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 3	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 and the freight function
		5114.4 - 5114.5			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5114 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
	Page 4	5115.1			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
		5115.4			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 5	5116.1 - 5116.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 6	5116.4 - 5116.5 & 5116.7 - 5117 2			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5116.6			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
	Page 7	5117 3 - 5117.5 & 5117.7 - 5117 8			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		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
	Page 8	5117. 9 - 5117.14			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 10	Appendix 1 (items 1-7)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 11	Appendix 2 (items 1 - 8)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
2	18.01 2022	2022 01 18 IE Minutes	4			
	Page 2	5126.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		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
3	08.02 2022	2022 02 08 IE Minutes	11			
	Page 2	5135 3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5135.4			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	Page 3	5136 5			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 4	5137.4, 5138.1 - 5138.2			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5137 5				CIÉ

	Page 5	5138.3 - 5139.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 6	5139.4 - 5139.11			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 7	5139.12 - 5139.16			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 9	Appendix 1 (items 1-2)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 10	Appendix 2 (items 1 - 9)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 11	Appendix 3 (item 3)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
4	29.03 2022	2022 03 29 IE Minutes				
	Page 3/4	5146.1 - 5146.5			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
	Page 4	5146.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 4	5146.11			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 5	5148.2			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
	Page 5	5148.5			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
	Page 6	5149.6			Schedule 1 Part 2 - Exempt Agencies	CIÉ is classed as an exempt agency
	Page 6	5150.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 7	5150.2 - 5150.9			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 8	5151.2 - 5151.8			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 9	5151.9			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 10	Appendix 1 (items 1-5)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 11	Appendix 2 (items 1 - 4)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public

Signed:  
Sue Stanley  
Freedom of Information / Data Protection Office

**STRICTLY PRIVATE AND CONFIDENTIAL**

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

**IARNRÓD ÉIREANN - IRISH RAIL  
(the “COMPANY”)**

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

<b>PRESENT:</b>	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
<b>IN ATTENDANCE:</b>	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 19<sup>th</sup> 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



*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 [REDACTED]. Mr Bermingham reported that the ECRIPP would cost between [REDACTED] 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 28<sup>th</sup> 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

[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.

[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

[REDACTED]

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 The board noted that the advisory paper that requested approval to proceed with an application for CEF funding. It was noted that the funds would be used to prepare feasibility studies for three separate projects at a total cost of [REDACTED] of which 50% would be co-funded by CEF. It was advised that the applications would be submitted by the Company with the projects relating to strategic developments in Rosslare Europort and Rail Freight (the "**CEF Approval**"). **IT WAS RESOLVED** that the CEF Approval be and is hereby approved.

#### 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 1<sup>st</sup> January 2022:
- Delete the name of Mr John Cassidy from the list of authorised signatories for Ireland No. 1 Account (including supplementary accounts).
  - Delete the name of Mr John Cassidy 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.

#### CIE Property Advisory Papers

5115.7 The board **HEREBY NOTED** the following advisory papers seeking approval from CIE for permission to commence negotiations with Three Ireland Limited regarding a bulk licence agreement, to replace arrangements which relate to equipment on Iarnród Éireann masts and towers and to grant a licence to McWilliams Capital Ltd 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

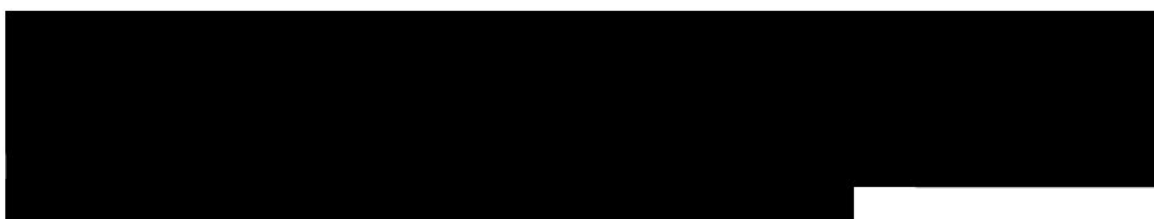
- 5116.1 The board noted that approval was sought for the expenditure of [REDACTED] to progress preliminary design and planning (Phases 3 & 4 of the Project Management Procedures) for accessibility upgrade works Package B. (“**Accessibility Package B Proposal**”). The Chairperson queried if these accessibility 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 those with reduced mobility, 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



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 €0.6m, 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



5117.7 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.

5117.8 Ms Leonard presented the procurement proposal that sought approval to award a call off contract to Kitale T/A Ashley Ford/Bright Motors 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.

- 5117.9 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 [REDACTED] 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.
- 5117.10 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 [REDACTED] funded by CME own funds. (the “**Maintenance Proposal**”). **IT WAS RESOLVED** that the Maintenance Proposal be and is hereby approved.
- 5117.11 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 [REDACTED] (the “**Automated Gates and Security Barriers Proposal**”). **IT WAS RESOLVED** that the Automated Gates and Security Barriers Proposal be and is hereby approved.
- 5117.12 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 [REDACTED] 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.
- 5117.13 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 [REDACTED] over the next 5 years (the “**Sleeper Factory Portlaoise Proposal**”). **IT WAS RESOLVED** that the Sleeper Factory Portlaoise Proposal be and is hereby approved.
- 5117.14 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 [REDACTED] (excl. VAT). (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.
- 5117.15 The board **HEREBY NOTED** on the annual review of the Group Procurement Policies and Procedures
- 5117.16 The Board **HEREBY NOTED** the updated Procurement Schedule for 2021 which had been circulated in advance of the Meeting.

*Ms Leonard left the Meeting*

## **5118 ADMINISTRATIVE ITEMS**

### **Transactions for Approval, Sealing and Signing**

- 5118.1 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.
- 5118.2 The Board **HEREBY NOTED** the ARC minutes from 13<sup>th</sup> October 2021, the Service Delivery Group Advisory Group minutes dated 19<sup>th</sup> August 2021, the Capital Investment Advisory Group minutes date 19<sup>th</sup> August 2021 and the HR Advisory Group minutes dated 12<sup>th</sup> July 2021.

**5119 APPENDICES FOR NOTING**

5119.1 The board **HEREBY NOTED** the 2021 and 2022 Forward Agenda

**5120 ANY OTHER BUSINESS**

5120.1 The Chair noted that it would be the final board meeting for Ms. Guinan and wished to thank her for her assistance and knowledge since her appointment. Mr Meade presented Ms Guinian with a commentative plaque in recognition of her service.

5120.2 It was noted that the next board meeting was scheduled to be held on Tuesday, 18<sup>th</sup> January 2022 at 9:30am via Microsoft Teams.

5120.3 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] for the purchase of 15 acres of land in relation to the closure of Level Crossing [REDACTED] 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 Partner Ireland Ltd., in respect of a 10 year lease of Unit 8, Heuston Railway Station, for a surrender fee of [REDACTED]
3. Lease in duplicate with Fresh Opportunities Ltd., for Unit 8, Heuston Railway Station, for a term of 10 years, for a rent of [REDACTED] per annum or [REDACTED], whichever is greater.
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] per annum.
5. Agreement in duplicate with [REDACTED], to purchase Ardnacassagh Level Crossing Cottage [REDACTED], in consideration of [REDACTED] surrender and the vacating of the crossing cottage and agreement for life of the Park Road property.
6. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], in relation to the closure of Accommodation Crossing [REDACTED]s on the Athlone to Westport Line for a consideration of [REDACTED]
7. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the purchase of 4 acres of land to facilitate the closure of Level Crossing [REDACTED] a [REDACTED] on the Dublin to Waterford Railway Line for a consideration of [REDACTED]

**Company Secretary**  
**Iarnród Éireann**  
**30<sup>th</sup> November 2021.**

TRANSACTIONS FOR APPROVAL AND SEALINGSigning only

1. Licence in duplicate with John Sisk & Son (Holdings) Ltd., 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 Underbridge UBL28 in the Townland of Brackyle, Pallasgreen, Co. Limerick, 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], [REDACTED], in relation to Ardnacassagh Level Crossing Cottage [REDACTED] on the Mullingar to Sligo Railway Line, for a licence period, for the life of [REDACTED], for a licence fee of [REDACTED] per annum.
5. Licence in duplicate with [REDACTED] as Legal Personal representative in the estate of [REDACTED], deceased, for land adjacent to Gormanston Railway Station, Gormanston, Co. Meath, 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 Gormanston 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 Duinch, Banteer, Co. Cork, for a licence period of 5 months, for a licence fee of [REDACTED] per annum.
7. Master Licence Agreement in duplicate with DAC (National Broadband Ireland Ltd., 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 crossing per annum.
8. Licence in duplicate with Greenlink Interconnector Ltd., for the installation of two HDPE ducts at two locations, in the roadway beneath UBH143 at Great Island, Co. Wexford, at 82 miles, 1,122 yards and UBH 149 Dunbrody, Co. Wexford, at 83 miles 1,415 yards, 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 Berwick Solicitors Inc Callinan Murphy Solicitors for office and car parking at 16 Eyre Square, Galway, extending the original Licence from 31<sup>st</sup> October 2020 until 28<sup>th</sup> February 2021. All other aspects of the Licence remain the same.

**Company Secretary**  
**Iarnród Éireann**  
**30<sup>th</sup> 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 18<sup>th</sup> JANUARY 2022 VIA MICROSOFT TEAMS  
AT 9.00AM  
(the “MEETING”)**

<b>PRESENT:</b>	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
<b>IN ATTENDANCE:</b>	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 1<sup>st</sup> 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 30<sup>th</sup> 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 Bright Motors 9(formerly Ashley) 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



*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** \_\_\_\_\_

**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-SIXTH BOARD MEETING HELD ON  
TUESDAY 9<sup>th</sup> FEBRUARY 2022 VIA MICROSOFT TEAMS  
AT 9.00AM  
(the “MEETING”)**

<b>PRESENT:</b>	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director*
	Ms. Valerie Little	Director*
	Mr. Peter Mulholland	Director*
	Ms. Sarah Roarty	Director*
	Mr. Tommy Wynne	Director*
	Mr. Jimmy Doran	Director*
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
<b>IN ATTENDANCE:</b>	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*
	Mr Chris McMorrow	Head of Fleet Management*/**

*\*via Microsoft Team*

*\*\*for part of the Meeting*

**MIN NO.**

**5130 CONSTITUTION OF THE MEETING**

**5130.1** 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.

**5131 DIRECTORS’ INTERESTS**

5131.1 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.

**5132 PRIVATE SESSION**

5132.1 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.*

## 5133 MINUTES

5133.1 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 18<sup>th</sup> January 2022 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.

## 5134 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5134.1 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 hand been closed prior to the Meeting.

*Mr McMorrow joined the Meeting*

## 5135 STRATEGY

### Chief Mechanical Engineer (“CME”) Presentation

5135.1 Mr McMorrow noted that he was Head of Fleet Management and provided the Directors with a presentation which provided an overview of the repair, maintenance and overhaul facilities located nationwide. He advised that the Company manufactures its own wheelsets and bogies for all fleets. Mr McMorrow noted that Inchicore Works would have its 175<sup>th</sup> anniversary celebration in May 2022,

5135.2 Mr McMorrow reported that the fleet was mostly diesel, but the Company was to transition to electric and hybrid vehicles. In response to a query, Mr McMorrow confirmed that plans were in place to retrain and upskill CME staff in electronic engineering to support this transition away from diesel. Mr McMorrow noted that the CME department, in conjunction with the Talent Management team, had launched successful graduate and apprenticeship programmes. Mr McMorrow noted that particular attention had been paid to raising the Company’s profile and potential career growth to attract and retain talent for the organisation. Mr McMorrow further noted that a succession plan had been put in place for the leadership within the CME department.

5135.3 Mr McMorrow explained that the Company had outsourced services with regards to test and repair of high value electronics which had been subsequently brought back in house at the Drogheda Electronics Repair Facility (“**DERF**”), that had provided the Company with a [REDACTED] annual saving. He advised that the Company was part of worldwide railway benchmarking group that had rail operators from Canada, Australia and the EU review the lean manufacturing methods used by the Company. In response to a query, Mr McMorrow advised that blue belt and black belt lean management training had been provided to CME staff. Mr McMorrow advised that The Société Nationale des Chemins de Fer Français (“**SNCF**”) had visited the Company to learn from the lean management techniques used by IE with DERF in order to implement such lean manufacturing methods to SNCF.

5135.4

[REDACTED]

*Mr McMorrow left the Meeting*

### Safety Update

5135.5 Mr Meade reported that an update on the implementation of the recommendations from the safety incident investigation had been included in the board pack.

## 5136 CHIEF EXECUTIVE’S REPORT

- 5136.1 Mr Meade presented the Chief Executive's report ("CEO Report") and KPI Dashboard for the Company's reporting period one ("P1 and/or Period") that had been included in the board pack.
- 5136.2 Mr Meade reported that the Company's COVID-19 response team would remain in place throughout 2022 and possibly beyond 2022. He noted that passenger numbers had begun to grow again since the relaxation of COVID-19 restrictions. Mr Meade advised that the Company's office-based staff back would return to the office on 14<sup>th</sup> February 2022 and noted that a remote working policy application process had been put in place.
- 5136.3 Mr Meade reported that the 2022 Chartered Institute of Personnel and Development awards take place on the 25<sup>th</sup> March 2022 and noted that the Company had been shortlisted in four categories. He advised that the Company would be taking a table at the awards and bringing along the key frontline staff who were instrumental in reaching the final in the four categories. Mr Meade advised that the Company's customer service approach had been shortlisted for the Customer Focus Achievement Award in the Irish Logistics and Transport 2021 Awards competition with results to be announced on 9<sup>th</sup> March 2022.
- 5136.4 Mr Meade advised that all three applications during the Period to the European Union Connecting Europe Facilities Fund were supported by the Department of Transport and a range of industry stakeholders.

### **Financial Report**

- 5136.5 The board noted the contents of the Financial Report included in the board pack. Mr Cronin reported the overall result for 2021 before tax was a net surplus of [REDACTED] favourable when compared to budget. He noted that the variance was comprised of higher net other funding [REDACTED], higher operating revenue of [REDACTED], lower operating costs [REDACTED], lower net Infrastructure MAC activities of [REDACTED], lower net third party works of [REDACTED], lower depreciation [REDACTED] and lower exception items [REDACTED]. These are offset by lower net PSO funding [REDACTED] and marginally higher expenditure in Director Capital Investments [REDACTED].

### **Train Operations ("TO") Report**

- 5136.6 The board noted the contents of the TO Report included in the board pack. Mr Gilpin reported that on 28<sup>th</sup> December 2021 a train originating from Cork suffered a catastrophic failure causing it to stop one mile south of Portlaoise Station. He noted that whilst a recovery locomotive was sent to site this, the rescue proved unsuccessful and the passengers on board were eventually rescued by transfer to another train which stopped on the adjacent line. He noted that there are considerable learnings from this event and a full incident review had taken place.
- 5136.7 Ms Byrne advised that on 12<sup>th</sup> December 2021 there had been an incident with regards a blind person disembarking a train. Mr Gilpin undertook to review this incident and report back to the board. **Action Point**

### **Commercial Report**

- 5136.8 The board noted the contents of the Commercial Report included in the board pack. The Chair noted that Mr Tony Ward had been appointed the chairperson of the Disability User Group and noted that he should be invited to present to the board in 2022. **Action Point**
- 5136.9 The Chair queried what a sensory room was which was referred to in the Commercial Report. Mr Culligan replied that a sensory room is designed for users who have a disability that may be hidden and need a quieter environment, he noted that Company representatives had visited the sensory room in Dublin Airport and noted that locations at Heuston and Kent stations were being examined for sensory room facilities.

### **Infrastructure Manager Report (the "IM Report")**

- 5136.10 The board noted the contents of the IM Report included in the board pack. Mr Ballance reported that a 16-day shutdown of the Birdhill to Roscrea line (Nenagh Branch) was underway from 29<sup>th</sup>

January to 13<sup>th</sup> February 2022 to facilitate track relaying works to replace and upgrade the aged in-situ track.

### Capital Investments Report

- 5136.11 The board noted the contents of the Capital Investments Report included in the board pack. With regards to Ashtown Level Crossing, Mr Muldoon advised that a revised preferred option had been identified, which provides improved pedestrian/cyclist infrastructure at Ashtown Station and provides a vehicular underpass approximately 75m further west than originally proposed. In relation to DART+ West, Mr Muldoon noted that the Company was to finalise an agreement in principle for the delivery of a solution that provides independent pedestrian/cyclist bridges on both sides of the existing Cope Bridge and noted that this would provide the functionality required by Kildare County Council (“KCC”).
- 5136.12 Mr Muldoon reported that the ESB had proposed that a Medium Voltage (MV) connection that could be provided in lieu of the Company’s preferred High Voltage connection. He noted that this would be an interim arrangement, to facilitate Battery Multiple Units usage on the DART+ Coastal line, until the ESB carried out their own network reinforcement works in the Drogheda area.

## **5137 ADVISORY/POLICY PAPERS**

### Audit and Risk Committee (“ARC”) Report

- 5137.1 The board noted the contents of ARC Report. Mr Cronin noted that KCC had now withdrawn its legal case as detailed in the ARC Report.

### Human Resource Advisory Group (“HRAG”) Report

- 5137.2 The board noted the contents of the HRAG Report.

### DART+ Tunnel

- 5137.3 The board noted the DART+ Tunnel project was in line with the Project Ireland 2040: National Development Plan 2018 to 2027 and that the NTA had commissioned Jacobs in January 2020 to undertake a study to establish a route for the tunnel elements of the DART+ network in order to allow for the protection of a corridor for delivery of the scheme in the future. The board further noted that the advisory paper provided details on the outcome of this study.

### CIÉ Property Advisory Papers

- 5137.4 The board noted the advisory paper that would seek authority from the CIÉ Board to continue rent abatements up to [REDACTED] on a case-by-case basis in Q1 2022, with turnover based payment being substituted as appropriate

5137.5 [REDACTED]

## **5138 CAPITAL EXPENDITURE**

### Capital Expenditure Proposals

- 5138.1 The board noted that approval was sought for the expenditure of [REDACTED] inclusive of non-recoverable VAT, for the procurement of an Overhead Catenary Wire Measurement System. (“**Catenary Wire Measurement Proposal**”). It was noted that it would be funded under the Multi-Annual Contract (“MAC”). **IT WAS RESOLVED** that the Catenary Wire Measurement Proposal be and is hereby approved.
- 5138.2 The board noted that approval was sought for the change of scope and expenditure of [REDACTED], an increase of [REDACTED] over the previous approval (including non-recoverable VAT) for the

procurement of specialist consultancy services and tender preparation for a Sustainable Energy Provider for all of Iarnród Éireann electricity requirements. (the “**CPPA Proposal**”). **IT WAS RESOLVED** that the CPPA Proposal be and is hereby approved subject to management consideration of achievability of traction sustainably of 100% renewable energy. **Action Point**

5138.3 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 was noted that it was funded by the Department of Transport (“**DoT**”). **IT WAS RESOLVED** that the EV Taxi Charging Proposal be and is hereby approved.

5138.4 The board noted was previously obtained in December 2019 for expenditure in the amount of [REDACTED] (inclusive of non-recoverable VAT) for the purchase of six Ballast Plough Wagons. However, following the conclusion of a procurement process and Best and Final Offer process with bidders, the total cost of this project was now [REDACTED] (inclusive of non-recoverable VAT). It was advised that approval of an additional expenditure of [REDACTED] was now sought. (the “**Ballast Proposal**”) It was noted that the funding source for the purchase of these machines was the Infrastructure Manager (“**IM**”) MAC. **IT WAS RESOLVED** that the Ballast Proposal be and is hereby approved.

5138.5 The board noted that approval was sought for the expenditure of [REDACTED] million to continue the progress of an asset renewal programme across stations on the Iarnród Éireann network which would enhance the customer experience (“**Customer Facing Project Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Customer Facing Project Proposal be and is hereby approved.

5138.6 The board noted that approval was sought to adjust the cost estimate for the delivery of the preliminary design, statutory approval, and tender preparation phases (up to phase 5a) for DART+ to [REDACTED]. It was noted that the Preliminary Business Case (“**PBC**”) approved by Government in December 2021 had provided for a budget of [REDACTED] for these works and that the Baseline Business Case approved by the board in February 2020 provided for 4% of total project costs to deliver the Railway Order and tender preparation phases. It was advised that the [REDACTED] target represented 4.1% of the PBC cost estimate. It was further advised that this increase the scope of DART+ Coastal was to provide for the development of a phase 2 option study for the upgrading of the existing electrification network for a cost of [REDACTED]. It was noted that the upgrading of the existing electrification network to accommodate the post DART+ service levels was not provided for in the PBC and that DART+ Programme was funded on an annual basis by the NTA. (“**DART+ Budget Increase Proposal**”). **IT WAS RESOLVED** that the DART+ Budget Increase Proposal be and is hereby approved.

*Ms Leonard entered the Meeting*

## 5139 **PROCUREMENT**

5139.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting.

### **Procurement Proposals**

5139.2 Ms Leonard noted that it was proposed that the Company exercise an existing extension option for a further 5-year service level agreement to cover a number of acoustic bearing monitoring devices purchased by the Company in 2015. She noted that the total cost associated with the additional 5-year service level agreement is [REDACTED] (excl. VAT and that would bring the total contract value to [REDACTED] (the “**Acoustic Bearing Monitoring Equipment Proposal**”) It was noted that it would be funded by the CME heavy maintenance budget. **IT WAS RESOLVED** that the Acoustic Bearing Monitoring Equipment Proposal be and is hereby approved in the form presented to the Meeting.

5139.3 Ms Leonard noted that it was proposed that the Company award a contract to Breffni Plant Hire Ltd to undertake plant hire requirements in Division 7 and Division 8 throughout 2022 at a total estimated cost of [REDACTED] (the “**Plant Hire Proposal**”) It was noted that it would be funded by the MAC. **IT WAS RESOLVED** that the Plant Hire Proposal be and is hereby approved in the form presented to the Meeting.

- 5139.4 Ms Leonard presented the procurement proposal that sought to award a contract to Global Rail Services Ltd to undertake GSM-R Project Phase 3 Civils Works (Package 3) at a total estimated cost of [REDACTED] (the “**GSM-R Proposal**”) and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the GSM-R Proposal be and is hereby approved in the form presented to the Meeting.
- 5139.5 Ms Leonard presented the procurement proposal that sought that the board increase the contract award value for the Connolly Masterplan M3 Parkway Building Works by [REDACTED] which was awarded to Global Rail Services Limited, bringing the total award value to [REDACTED] (the “**Connolly Masterplan Proposal**”). She noted that since the value now exceeded [REDACTED], the approval of the board was sought retrospectively to approve the modification to the contract and that the project was funded from own funds. **IT WAS RESOLVED** that the Connolly Masterplan Proposal be and is hereby approved in the form presented to the Meeting.
- 5139.6 Ms Leonard presented the procurement proposal paper that sought the approval to award a contract to Colin Burke Electrical Ltd for Fire & Security Systems and Sub Systems Maintenance at a cost of [REDACTED] which is funded by the MAC. (the “**Fire & Security Systems Proposal**”). **IT WAS RESOLVED** that the Fire & Security Systems Proposal be and is hereby approved.
- 5139.7 Ms Leonard presented the procurement proposal paper that sought to grant delegated authority to the CEO to approve the award of a contract for the maintenance and installation of mechanical services and systems. She noted that the current contract was due to expire in March 2022 and it was proposed to award a three-year contract with the option to extend for a further two years at a total estimated cost of [REDACTED]. It was noted the funding source for this contract would be IMMAC. (the “**Mechanical Systems and Services Proposal**”). **IT WAS RESOLVED** that the Mechanical Systems and Services Proposal be and was hereby approved.
- 5139.8 Ms Leonard presented the procurement proposal that sought approval to extend the term of the current contracts for the provision of personal protective and safety clothing for a period of 25 weeks. She noted that in April 2017, the Company awarded contracts to Bunzel Ireland, Michael J Scannell, Bodyguard Workwear Ltd, Arco Safety Ltd and Portwest Ltd for an initial term of 3 years with the option to extend the term of the contract annually up to a further 2 years. She advised that all extension options had now been utilised and the current contracts would expire in April 2022 and that the total value of all contracts awarded to date was [REDACTED] with it anticipated that the proposed extension would increase this value to just under [REDACTED] (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.
- 5139.9 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria to facilitate a tender process for the supply and delivery of micro-piles to the CCE Department. These piles would be used to remediate poor formation problems and the maintenance of line speed, with an estimated value of the contract is [REDACTED] excluding VAT, with the works being funded by the Department of Transport (“**DoT**”). (the “**Micro-Piles Proposal**”). **IT WAS RESOLVED** that the Micro-Piles Proposal be and is hereby approved.
- 5139.10 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 [REDACTED] 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.
- 5139.11 Ms Leonard presented the procurement proposal that sought approval sought for the selection and award criteria the establishment of a multi-party framework agreement for the supply, installation commissioning and maintenance of electric vehicle rapid charging systems. The term of the proposed framework agreement would be for an initial period of four years with an option to extend for a further year. The first call off contract under the proposed framework agreement would be funded by the DoT (Climate Delivery Division) for the supply, installation, maintenance of electric taxi vehicle rapid charging points at 9 locations nationwide at an estimated cost of [REDACTED] (excl. VAT). She noted that any further call off contracts would also be subject to funding being approved



in advance (the “**EV Charging Proposal**”). **IT WAS RESOLVED** that the EV Charging Proposal be and is hereby approved.

5139.12 Ms Leonard presented the procurement proposal that sought approval for award criteria to establish contract agreements for the supply of personal protective equipment (“**PPE**”) with a term of five years. It was noted that the estimate value over the full term of the contract term is estimated [REDACTED] to [REDACTED] (excl. VAT) (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.

5139.13 Ms Leonard presented the procurement proposal that sought approval for the selection criteria for the proposed tender for the repair and overhaul of rail diesel engines and generator sets for a proposed duration of the contract being 5 years with an option to extend annually up to a further 2 years, with a total estimated contract value is [REDACTED], based on the maximum contract duration of 7 years (the “**Repair and Overhaul of Rail Diesel Engines Proposal**”). **IT WAS RESOLVED** that the Repair and Overhaul of Rail Diesel Engines Proposal be and is hereby approved.

5139.14 Ms Leonard presented the procurement proposal that sought approval to shortlist suitable candidates to participate in a tender process for the replacement of the Passenger Information System on the 29000 DMU fleet. She advised that the external funding source for this agreement will be through the NTA and the total estimated contract value is [REDACTED] (the “**PIS Proposal**”). **IT WAS RESOLVED** that the PIS Proposal be and is hereby approved.

5139.15 Ms Leonard presented the procurement proposal that sought approval the selection to shortlist suitable candidates for participation in a Qualification System, which will be used to tender for the replacement of the nickel cadmium (NiCad) auxiliary batteries across a number of rolling stock fleets. She noted that it was anticipated that the individual award value of some of the tenders that would issue under the proposed Qualification System, contracts may exceed [REDACTED] and therefore approval was sought. Funding for all tenders conducted via the Qualification System would be funded via the CME Heavy Maintenance budget. (the “**NiCad Proposal**”). **IT WAS RESOLVED** that the NiCad Proposal be and is hereby approved.

5139.16 Ms Leonard presented the procurement proposal that sought approval for the disposal from Portlaoise Sleeper Depot of scrap rail and castings during 2022 in accordance with CIÉ Group policies and procedures governing the disposal of assets, with a current estimated volume of scrap rail and castings being 5,000 tons which would result in an estimated [REDACTED] being received. (the “**Scrap Proposal**”). **IT WAS RESOLVED** that the Scrap Proposal be and is hereby approved.

5139.17 Ms Leonard presented the procurement proposal that sought approval approve disposal of one MK3 coach No. 7161 for heritage use by Limerick City and County Council. It was noted that the asset had a nil net book value (the “**Disposal Proposal**”). **IT WAS RESOLVED** that the Disposal Proposal be and is hereby approved.

5139.18 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

*Ms Leonard left the Meeting*

#### **5140 ADMINISTRATIVE ITEMS**

##### **Transactions for Approval, Sealing and Signing**

5140.1 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.

#### **5141 APPENDICES FOR NOTING**

5141.1 The board **HEREBY NOTED** the 2022 Forward Agenda

#### **5142 ANY OTHER BUSINESS**

5142.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 29<sup>th</sup> March 2022 at 9:30am and would be a hybrid meeting via Microsoft Teams and a location yet to be determined.

5142.3 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. Bridge Agreement in duplicate with Fingal County Council for the design and construction of a new bridge at 8 miles 400 yards on the Clonsilla to Pace Railway Line, as part of the Ongar-Barnhill Distributor Road Scheme for a consideration of [REDACTED]
2. Licence in duplicate with Zayo Infrastructure Ireland Ltd., for the installation of two ducts to carry a fibre optic cable and a power cable beneath Underbridge UBB037 at 13 miles 239 yards on the Dublin to Belfast Railway Line, in the Townland of Rogerstown, Lusk, Co. Dublin, for a licence period of 40 years for a licence fee of [REDACTED] per annum.

**Company Secretary**  
**Iarnród Éireann**  
**8<sup>th</sup> February 2022.**

**TRANSACTIONS FOR APPROVAL AND SEALING****Signing only**

1. Licence, single copy, with [REDACTED], for a mobile kiosk at Portmarnock Railway Station, for a licence period of 3 years, for a licence fee of [REDACTED] per annum.
2. Licence in duplicate with NRRG Farm Martinstown Ltd., to allow Iarnród Éireann access lands at Underbridge UBC282 at Ballinvana, Kilmallock, Co. Cork on the Cork Railway Line, to construct a roadway and a compound for ballast retention works for a licence period of 20 weeks, for a licence fee of [REDACTED] for the licence period.
3. Licence in duplicate with Gleneagle Holdings (Killarney) Ltd., for access for the Licensee and its buses to operate a pick up and drop off point at Killarney Railway Station, for a licence period of 3 years for a licence fee as follows:
  - Year 1 - [REDACTED]
  - Year 2 - [REDACTED]
  - Year 3 - [REDACTED]
4. Licence in duplicate with Collen Construction Ltd., to grant them permission to place two tower cranes on lands adjacent Castleforbes, Sheriff Street Upper, Dublin 1, on the Dublin to Belfast Railway Line, for a licence period of 18 months, for a consideration of [REDACTED].
5. Licence with Meteor Mobile Communications Ltd., to allow them place their telecoms equipment at the Docklands Railway Station, Upper Sheriff Street, Dublin 1, for a licence period of 5 years, with an option to extend, at a licence fee of [REDACTED] per annum, subject to the consumer price index after 5 years.
6. Licence with Meteor Mobile Communications Ltd., to allow them place their telecoms equipment at Dunleer Railway Station, Co. Louth, for a licence period of 5 years, with an option to extend, at a licence fee of [REDACTED] per annum, subject to the consumer price index after 5 years.
7. Licence with Meteor Mobile Communications Ltd., to allow them place their telecoms equipment at Newbridge Railway Station, Co. Kildare, for a licence period of 5 years, with an option to extend, at a licence fee of [REDACTED] per annum, subject to the consumer price index after 5 years.
8. Licence in duplicate with Mythen Construction Ltd., to allow them erect scaffolding on the Boards property to undertake repairs to McKee Barracks on Blackhorse Avenue, Dublin 7, on the GSWR North Wall Branch, adjacent to the 1 milepost, Grangegorman South, Grangegorman, Dublin 7, for a licence period of 14 weeks for a licence fee of [REDACTED].
9. Licence with Three Ireland Hutchison Ltd., to allow them place their telecoms equipment on the Irish Rail Signal Mast at Mallow goods Yard, Co. Cork, for a licence period of 5 years, with an option to extend, at a licence fee of [REDACTED] per annum, subject to the consumer price index after 5 years.

**Company Secretary**  
**Iarnród Éireann**  
**8<sup>th</sup> February 2022.**

**TRANSACTIONS FOR APPROVAL AND SEALING**

Signed since the last meeting and to be ratified:

1. Power of Attorney in relation to Iarnród Éireann Fleet Transaction/Contract, has been granted to Mr. Jim Meade and Mr. Gary Mander.
2. Variation Agreement to Master Licence Agreement with NBI Infrastructure DAC in respect of track crossings for broadband infrastructure.
3. Licence in duplicate with Tanat Ltd., for ground anchors installed and operated at site adjacent to Tara Street, Dublin 2, in relation to the development of property at Tara House, for a licence period from 14<sup>th</sup> February 2022 to 28<sup>th</sup> February 2022, for a consideration of ██████████

**Company Secretary**  
**Iarnród Éireann**  
**8<sup>th</sup> February 2022.**

**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 or IÉ”)**

**MINUTES OF THE THREE HUNDRED AND FIFTY-SEVENTH BOARD MEETING HELD ON  
TUESDAY 29<sup>th</sup> MARCH 2022 VIA MICROSOFT TEAMS  
AT 9.00AM  
(the “MEETING”)**

<b>PRESENT:</b>	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director*
	Ms. Valerie Little	Director*
	Mr. Peter Mulholland	Director*
	Ms. Sarah Roarty	Director*
	Mr. Tommy Wynne	Director*
	Mr. Jimmy Doran	Director*
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
<b>IN ATTENDANCE:</b>	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*
	Mr Glenn Carr	General Manager Freight & Rosslare Europort*/**
	Mr Cathal Mangan	Chief Civil Engineer (“CCE”) */**
	Mr Pat O’Donoghue	Chair of the Iarnród Éireann Capital Investment Advisory Group (“CIAG”) */**
	Mr Ronan Glynn	Chief Risk Officer (“CRO”)

*\*via Microsoft Team*

*\*\*for part of the Meeting*

**MIN NO.**

**5143 CONSTITUTION OF THE MEETING**

**5143.1** 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.

**5144 DIRECTORS’ INTERESTS**

5144.1 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.

**5144 MINUTES**

5144.1 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 8<sup>th</sup> February 2022 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.

**5145 ACTION POINTS OF PREVIOUS BOARD MEETINGS**

5145.1 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 had been closed prior to the Meeting.

5145.2 *Action - 5136.7* - Mr Gilpin noted that an incident update had been included in the action point schedule and advised that the Company was reviewing public service announcements to mitigate against such incidents reoccurring.

5145.3 *Action - 5138.2* - It was noted that an updated CAPEX paper had been included in the board pack that had a revised the goal of 100% renewable energy to ‘where achievable’.

*Mr Carr joined the Meeting*

**5146 STRATEGY**

**Rosslare Europort Update**

5146.1

[REDACTED]

[REDACTED]

[REDACTED]

5146.3

[REDACTED]

of

[REDACTED]

[REDACTED]

5146.5

[REDACTED]

*Mr Carr left the Meeting*

**Chief Civil Engineer (“CCE”) Department Presentation**

5146.6 Mr Cathal Mangan reported that the CCE department had a staff of 882 and was a diverse and inclusive team. Mr Mangan advised that CCE manufacture 90,000 concrete sleepers per annum which had provided IÉ with a major cost saving. Mr Mangan noted that CCE managed the maintenance of IÉ’s Building and facilities which were mostly pre 1955 and protected structures, which provided challenges. He advised that funding had been received this year of [REDACTED] from NTA that allowed IÉ to complete critical repairs.

5146.7 Mr Mangan advised that CCE had moved from ‘fail and fix’ to a preventative maintenance regime (“PMR”) which had a higher expense initially but provided cost savings over the long-term. He advised that maintenance, such as rail milling, and ballast cleaning had provided excellent value for money. Ms Little queried if stakeholders were supportive of the PMR. Mr Mangan noted that the Company had educated funders on the benefits of PMR and the value for money which it provided. Mr Mangan noted that PMR also facilitated increased line speeds for decreased journey length.

**Train Protection System (“TPS) Governance Review**

5146.8 Mr O’Donoghue provided an overview of his review of the governance of the TPS project from inception to 2021. Mr O’Donoghue explained that there was a proposal in January 2007 to perform a TPS feasibility study, but it was then decided to perform a more limited study which was done internally. He noted that the outcome of this study was to adopt a hybrid TPS system made for IÉ (“IÉHS”) that used the CAWS and ATP systems. Mr O’Donoghue advised that the requirements outlined for this hybrid system were very high level at project inception and the project had a lengthy development phase, in which major problems arose. Mr O’Donoghue noted that once solutions to technical issues were achieved, Alstom notified IÉ that it could not support IÉHS after 20-year period which was to expire in 2031.

5146.9 Mr O’Donoghue reported that a lesson learned was to ensure that thorough feasibility studies be carried out, in addition to strategies for project roll outs. The Directors noted that current Company’s gateway approach to project development and approval would have identified key issues with IÉHS at a much earlier stage in the development process.



5146.10 The Chairperson noted that the TPS Report was a useful tool to review the historical nature of the TPS project and question the governance processes in place, both historically and at present. He noted that clear project management scope and commitments were key for good governance and at the IEHS project inception, such clarity was not in place. The Chairperson further noted that approval gateways were fundamental for project development. Mr Muldoon advised that changes to approval processes by the Capital Investment division required the project sponsor to perform reviews and demonstrate compliance with project deliverables for each phase. The Directors noted that the risk management project procedures, which included a risk evaluation process and creation of a risk register, project management governance procedures and project approvals and gateways, had vastly improved since 2007 and thus should avoid the reoccurrence of the issues which the IEHS project encountered.

#### **TPS Development Review**

5146.11



#### **5147 FINANCIAL STATEMENTS APPROVAL**

5147.1 It was noted that the Company's Directors' Report, Auditor's Report, and the Financial Statements for the year ended 31<sup>st</sup> December 2021 (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 from CIÉ.

5147.2 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 assurance 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 2022 and 2023 forecasts for the Company and further advised the Auditors had accepted the basis for concluding that the Company would continue to be a going concern for a period of twelve months from the date of the Meeting.

5147.3 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 letter of support issued in April 2021 and noted that the Support Letter was to be presented for approval by CIÉ at its next board meeting.

5147.4 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.

5147.5 The Chair noted the Chief Executive's comprehensive report to the Chair (the "**Chief Executive's Report**") had been included in the board pack. The board duly noted the contents of the Chief Executive's Report.

5147.6 Mr McCabe presented the notice of the Company's annual general meeting ("**AGM**") and noted that the AGM was to be held on 6<sup>th</sup> 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.

#### 5148 **CHIEF EXECUTIVE'S REPORT**

5148.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period two ("**P2 and/or Period**") that had been included in the board pack.

5148.2



5148.3 Mr Meade advised that Covid-19 numbers had increased from 77 in the CEO Report to 110 as of the date of the Meeting. Mr Meade noted that pay deal talks between the Company and Trade unions were on-going and undertook to keep the Directors updated on the progression these pay deal talks.

5148.4 Mr Meade reported that the award ceremony for the CIPD awards was held on 25<sup>th</sup> March 2022 and that the Company had won the awards for Learning and Development (Developing female leaders at all stages of the talent pipeline) and in Talent Management for the Graduate Programme (Graduates from Talent Attraction to Talent Development). Mr Meade advised that The Women in Rail Award 'Rising Star' category was awarded to Ms Linda Allen and presented in Brussels on International Women's Day which recognised the positive contribution in which Ms Allen had provided to the Company.

5148.5



5148.6 The board noted the safety progress report as included in the board pack.

#### **Financial Report**

5148.6 The board noted the contents of the Financial Report included in the board pack. Mr Cronin reported that the Capital and PSO audits had commenced and would be completed in May 2022.

#### **Train Operations ("TO") Report**

5148.7 The board noted the contents of the TO Report included in the board pack.

#### **Commercial Report**

5148.8 The board noted the contents of the Commercial Report included in the board pack.

#### **Infrastructure Manager Report (the "IM Report")**

5148.8 The board noted the contents of the IM Report included in the board pack. Mr Ballance reported that that the IM had received written confirmation from the Commission for Railway Regulation that authorisation had been granted to operate as an IM from 24<sup>th</sup> March 2022, for a period of five years,

**Capital Investments Report**

5148.9 The board noted the contents of the Capital Investments Report included in the board pack.

**5149 ADVISORY/POLICY PAPERS**

**Audit and Risk Committee (“ARC”) Report**

5149.1 The board noted the contents of ARC Report. Mr Cronin noted that Kildare County Council had now withdrawn its legal case, as detailed in the ARC Report.

**Board Safety Committee (“BSC”) Report**

5149.2 The board noted the contents of ARC Report.

**Human Resource Advisory Group (“HRAG”) Report**

5149.3 The board noted the contents of the HRAG Report.

**Service Delivery Advisory Group (“SDAG”) Report**

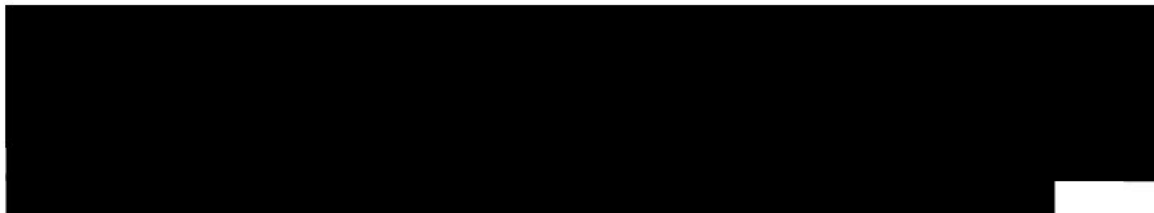
5149.4 The board noted the contents of the SDAG Report.

**Navan Line Assessment Advisory Paper**

5149.5 The board noted the review of the Transport Strategy for the Greater Dublin Area 2016– 2035, the NTA commissioned AECOM to re-assess the reopening of the railway to Navan, in collaboration with Meath County Council and the advisory paper provide an overview of the results of this review.

**CIÉ Property Advisory Papers**

5149.6



5149.7 The board noted the advisory paper that would seek authority from the CIÉ Board for CIÉ to enter into a 10-year Master Licence Agreement with Three Ireland.

**5150 CAPITAL EXPENDITURE**

**Capital Expenditure Proposals**

5150.1 The board noted that approval was sought for the expenditure of a further [REDACTED] for the Construction, Implementation and Close Out phases (Phases 6 & 7 of the Project Management Procedures) for Clontarf Road station car park upgrade. It was noted that the scope of the project comprises the re-configuration and upgrade of the existing carpark to facilitate additional bus services as part of National Transport Authority’s (“NTA”) Bus Connects Project and this approval would bring the total approved expenditure for the project to [REDACTED] (“Clontarf Road Station Proposal”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Clontarf Road Station Proposal be and is hereby approved.

- 5150.2 The board noted that approval was sought for [REDACTED] for the Option Selection, Preliminary Design and Planning Process (Phases 2-4 of the Project Management Procedures) for the Oranmore Station Enhancements Project, which would bring the total approved budget for the project to [REDACTED]. It was advised that the project had received funding approval from the Urban Regeneration and Development Fund (“URDF”) in conjunction with the Galway County Council and 75% of the funding would be from the URDF. It was noted that the Department of Transport (“DoT”) had confirmed the provision of the 25% match funding requirement, which would be administered by the NTA, as per DoT request (the “Oranmore Station Proposal”). **IT WAS RESOLVED** that the Oranmore Station Proposal be and is hereby approved.
- 5150.3 The board noted that approval was sought for the capital expenditure of [REDACTED] to replace the on-board Passenger Information System (“PIS”) on the 29000 DMU fleet and to complete phases 1 to 7 of the IÉ Project Management Procedures (“PMP”). (the “PIS Proposal”) It was noted that the proposal was subject to the receipt of NTA funding. **IT WAS RESOLVED** that the PIS be and is hereby approved.
- 5150.4 The board noted that approval was sought for the expenditure of [REDACTED] to install a full CCTV solution on the 2600 and 2800 DMU fleets and to complete phases 1 to 7 of the PMP. (“CCTV Proposal”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the CCTV Proposal be and is hereby approved.
- 5150.5 The board noted that approval was sought for the expenditure of [REDACTED] to complete the Construction and Close Out phases (Phases 6 & 7 of the revised Project Management Procedures) for the re-development of the station buildings in Bray to facilitate expanded and improved accommodation for drivers and other operational staff, and make provision for part of the building to be re-purposed for commercial use in future. It was noted that this approval would increase the overall approved project budget to [REDACTED]. (the “Bray Proposal”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Bray Proposal be and is hereby approved.
- 5150.6 The board noted that approval was sought to increase the expenditure for the Contract Award, Construction & Implementation and Close out and Review phases (Phases 6 & 7 of the Project Management Procedures) for the replacement of cranes in the Inchicore Works Bogie shop by [REDACTED]. It was noted that this approval would bring the total board approved expenditure for the project to [REDACTED]. It was advised that the increase was requested as costs are now fully confirmed following completion of the tender process. (the “Bogie Shop Crane Proposal”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Bray Proposal be and is hereby approved.
- 5150.8 The board noted that approval was sought for an increase in budget to procure the services of a specialist Consultant to support the project team in preparing and updating documentation required under the PMP and NTA Project Approval Guidelines (“PAG”) such as the preliminary business case, project cost report, etc. It was noted that these deliverables are required by the project in order to achieve IÉ and NTA Gateway approvals. It was advised that approval for an increase in scope for additional design services under the existing design services contract and a budget allowance in respect of an extension of time claim under the existing design services contract. It was noted that the additional sum sought to complete the Detail Design and Tender Process phase including the cost of preparing the PAG deliverables, was [REDACTED] inclusive of VAT and this approval would increase the total approved expenditure for the Ceannt Station Galway Redevelopment Project to [REDACTED]. (the “Ceannt Station Proposal”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Ceannt Station Proposal be and is hereby approved.
- 5150.9 The board noted that approval was sought for the expenditure of [REDACTED] incl non-recoverable VAT for the purchase of welfare facilities to be installed at locations nationwide and used by Permanent Way staff as canteen, office and storage facilities. (the “Per-Way Proposal”). It was noted that it would be funded by the Infrastructure Manager Multi Annual Contract. **IT WAS RESOLVED** that the Per-Way Proposal be and is hereby approved.

*Ms Leonard entered the Meeting*

## **5151 PROCUREMENT**

- 5151.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting.

## Procurement Proposals

- 5151.2 Ms Leonard noted that it was proposed that the Company increase the contract award value for the supply of original equipment manufacturer parts from Mitsui to a value exceeding ██████ exclusive of VAT. She noted that the current contract value was limited to ██████ exclusive of VAT, and the Chief Mechanical Engineering department had advised that an additional ██████, exclusive of VAT, will be required to cover the period to the end of the current agreement. She advised that the a contract award was awarded without a call for competition, in accordance with the provisions of Article 50 of Directive 2014/25/EU and that the total estimated contract value was ██████ exclusive of VAT, based on the expiry date of December 2023 (the “**Mitsui Proposal**”). **IT WAS RESOLVED** that the Mitsui Equipment Proposal be and is hereby approved.
- 5151.3 Ms Leonard noted that it was proposed that the Company award a contract to Enghouse Networks UK Ltd. for the provision of a Network Resource Management Platform and that the contract would operate for a period of 10 years. It was noted that the total estimated contract value for the full 10-year term was ██████ excluding VAT and the non-recoverable VAT was estimated a ██████ which gav a total value of ██████ (the “**NRMP Proposal**”). **IT WAS RESOLVED** that the NRMP Proposal be and is hereby approved in the form presented to the Meeting.
- 5151.4 Ms Leonard presented the procurement proposal that requested the board to note an increase of approximately of ██████ in the contract award value for the construction of a new re-fuelling and servicing facility at Limerick Maintenance Depot, which was awarded to Brian Conneely & Co, bringing the total award value to €██████. She noted that since the value now exceeded ██████, 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. Notwithstanding the increase in the out-turn for this contract, the overall project costs are forecast to remain within the approved project budget (the “**Limerick Maintenance Depot Proposal**”) and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the Limerick Maintenance Depot Proposal be and is hereby approved in the form presented to the Meeting.
- 5151.5 Ms Leonard presented the procurement proposal that sought that for the selection and award criteria to facilitate a tender process to appoint a contractor to design and build the signalling & communications upgrade for the Cork Area Commuter Railway project, with the estimated value of the contract being ██████. (the “**CACR Proposal**”). It was noted the funding source for this contract would be the NTA. **IT WAS RESOLVED** that the CACR Proposal be and is hereby approved in the form presented to the Meeting. In response to a query, the CPO advised that adherence to Sectoral Employment Orders was not a criterion for selection but were obligatory at the contract stage and undertook to provide more details at the next meeting. **Action Point**
- 5151.6 Ms Leonard presented the procurement proposal paper that sought the approval to selection and award criteria to commence a tender process to establish a multi- party, multi-lot framework agreement for the provision of building and structures maintenance services that had a proposed duration of the framework agreement was to be five years. The value of the framework agreement over the proposed five-year period was anticipated to be in the region of ██████. (the “**Building and Structures Framework Proposal**”). It was noted the funding source for this contract would be the NTA, station access agreement and the MAC. **IT WAS RESOLVED** that the Building and Structures Framework Proposal be and is hereby approved.
- 5151.7 Ms Leonard presented the procurement proposal paper that sought approval for the selection and award criteria, to facilitate the commencement of the procurement process for the establishment of a 4-year framework agreement for Labour Services. She noted that the estimated spend under this framework agreement would be in the region of ██████. (the “**Labour Services Framework Proposal**”). **IT WAS RESOLVED** that the Labour Services Framework Proposal be and was hereby approved.
- 5151.8 Ms Leonard presented the procurement proposal that sought approval for the selection criteria to facilitate the running of a tender process for nationwide car park management services for a period of up to five years and noted that the spend over a five year period was anticipated a ██████ It was noted that the funding source for this contract would come from the Railway Undertaking operational budget. (the “**Car Park Proposal**”). **IT WAS RESOLVED** that the Car Park Proposal be and is hereby approved.

5151.9 Ms Leonard presented the procurement proposal that sought approval for the award criteria for the proposed tender for the repair and overhaul of rail diesel engines and generator sets. She noted that the proposed duration of the contract would be for-5 years with an option to extend annually up to a further 2 years and that the total estimated contract value was █████, exclusive of VAT, based on the maximum contract duration of 7 years. (the “**Diesel Engine Overhaul Proposal**”). **IT WAS RESOLVED** that the Diesel Engine Overhaul Proposal be and is hereby approved.

5151.10 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

*Ms Leonard left the Meeting*

*Mr Glynn entered the Meeting*

## **5152 RISK REPORT**

5152.1 Mr Glynn presented the Quarterly Risk Report as included in the board pack. The Chairperson requested that the CRO review the rising cost implications of inflation, the war in Ukraine and the risk of liquidation of contractors providing services to the Company. **Action Point**

5152.2 Mr Glynn presented the Iarnród Éireann Board Risk Management Policy and Framework (the “**RMPR**”). Mr Glynn provided the Directors with an overview of the RMPR and **IT WAS RESOLVED** that the RMPR be and is hereby approved in the form presented to the Meeting.

*Mr Glynn left the Meeting*

## **5153 ADMINISTRATIVE ITEMS**

### **Transactions for Approval, Sealing and Signing**

5153.1 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.

## **5154 APPENDICES FOR NOTING**

5154.1 The board **HEREBY NOTED** the 2022 Forward Agenda

## **5155 ANY OTHER BUSINESS**

5155.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 17<sup>th</sup> May 2022 at 9:30am and would be a hybrid meeting via Microsoft Teams and the Heuston Station board room.

5155.2 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. Lease in duplicate with [REDACTED] trading as The Runner Bean for a retail unit at Thurles Railway Station, Co. Tipperary, for a term of 5 years, for a rent of [REDACTED] per annum.
2. Lease in duplicate with Jump Juice Bars Ltd., for a retail kiosk at Heuston Station, Dublin 8, for a term of 5 years, for a rent as follows:
  - Year 1 - [REDACTED] per annum or the Gross Turnover Rent of 15% whichever is greater.
  - Year 2 - [REDACTED] per annum or the Gross Turnover Rent of 15% whichever is greater.
  - Year 3 - [REDACTED] per annum or the Gross Turnover Rent of 15% whichever is greater.
  - Year 4 - [REDACTED] per annum or the Gross Turnover Rent of 15% whichever is greater.
  - Year 5 - [REDACTED] per annum or the Gross Turnover Rent of 15% whichever is greater.
3. Closure Agreement in duplicate with [REDACTED] for his agreement to the closure of Pedestrian Level Crossing XC196 at 126 miles 150 yards on the Dublin to Cork Railway Line, for a consideration of [REDACTED]
4. Closure Agreement in duplicate with [REDACTED] for his agreement to the closure of Pedestrian Level Crossing XL039 at 12 miles 168 yards on the Limerick to Waterford Railway Line, for a consideration of [REDACTED]
5. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the closing of Level Crossing XG124 at 90 miles 1,723 yards on the Athlone to Galway Railway Line for consideration of [REDACTED]

**Company Secretary**

**Iarnród Éireann**

**29<sup>th</sup> March 2022**

**TRANSACTIONS FOR APPROVAL AND SEALING**

**Signing only**

1. Licence, in duplicate with [REDACTED] for 8 acres of land at Sandylane, Boher, Co. Limerick for a licence period of 4 years, for a licence fee of [REDACTED] per annum.
2. Licence in duplicate with Seven Cabra Real Estate Ltd., granting them a works licence at lands adjoining Fassagh Avenue, Cabra, Dublin 7, for a licence period of 6 months for a licence fee of [REDACTED]
3. Licence in duplicate with Three Ireland (Hutchison) Limited, granting them a licence to install telecoms equipment at Dromiskin, Co. Louth, for a licence period of 5 years with an option to extend for a licence fee of [REDACTED] per annum, subject to the consumer price index after 5 years.
4. Licence in duplicate with Three Ireland (Hutchison) Limited, granting them a licence to install telecoms equipment at Gormanstown, Co. Meath, for a licence period of 5 years with an option to extend for a licence fee of [REDACTED] per annum, subject to the consumer price index after 5 years.

**Company Secretary**  
**Iarnród Éireann**  
**29<sup>th</sup> March 2022**



**TRANSACTIONS FOR APPROVAL AND SEALING**

Signed since the last meeting and to be ratified:

1. Power of Attorney in relation to Iarnród Éireann Fleet Transaction/Contract, has been granted to Mr. Jim Meade and Mr. Gary Mander. Variation Agreement No. 4 to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Portlaoise x 1, Wexford x 1, Mullingar x 1, Athlone x 1, Ballina x 2, Kilkenny x 1 and Killarney x 2.

**Company Secretary**  
**Iarnród Éireann**  
**29<sup>th</sup> March 2022**