



25th June 2021

Email: [REDACTED]

Re: FOI request IE_FOI_490

Dear [REDACTED],

I refer to your request dated 24th June 2021 made under the Freedom of Information Act 2014, which was received on by my office on that date, for records held by Iarnród Éireann.

Request:

- copy of any minutes of Iarnród Éireann board meetings from October 1, 2020 to date

The decision maker handling your request is Ms. Sue Stanley.

Response:

I, Ms. Sue Stanley, Decision Maker have now made a final decision to part grant your request on 25th June 2021.

Please find response document and schedule of records attached.

Rights of appeal

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

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

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

Yours sincerely,

A handwritten signature in blue ink, appearing to be 'Sue Stanley'.

Ms. Sue Stanley, FOI/DP Officer, Iarnród Éireann

Freedom of Information Request:
Schedule of Records for IE_FOI_490 : 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	~	Board Minutes 2020	103	Part		See page 2020
2	~	Board Minutes 2021	31	Part		See page 2021

Signed:

Freedom of Information / Data Protection Executive

Redactions		
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Personal Information relating to others

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others

Personal Information relating to others

Iarnród Éireann is exempt from FOI in so far as it
relates to the operation of Rosslare Europort

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

financial information whose disclosure could reasonably be expected to result in a fin loss to those involved

Personal Information relating to others
financial information whose disclosure could reasonably be expected to result in a fin loss to those involved

financial information whose disclosure could reasonably be expected to result in a fin loss to those involved

financial information whose disclosure could reasonably be expected to result in a fin loss to those involved

financial information whose disclosure could reasonably be expected to result in a fin loss to those involved

financial information whose disclosure could reasonably be expected to result in a fin loss to those involved

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others
Personal Information relating to external companies & members of the public
Personal Information relating to external companies & members of the public

Reason

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others
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those involved
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reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others

Commerically sensitive information which could
prejudice the conduct of negotiations

Commerically sensitive information which could
prejudice the conduct of negotiations
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others

Personal Information relating to employees

Iarnród Éireann is exempt from FOI in so far as it
relates to the operation of Rosslare Europort

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to others

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Commerically sensitive information which could prejudice the conduct of negotiations

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Personal Information relating to others

Personal Information relating to others

Personal Information relating to external companies & members of the public

Personal Information relating to external companies & members of the public

Reason

Personal Information relating to others

Personal Information relating to others

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Commercially sensitive information which could prejudice the conduct of negotiations

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Personal Information relating to others

Personal Information relating to others

Personal Information relating to others
Personal Information relating to external companies & members of the public
Personal Information relating to external companies & members of the public

Reason
Personal Information relating to others
Personal Information relating to others
Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort

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Personal Information relating to others
Personal Information relating to external
companies & members of the public

Personal Information relating to external
companies & members of the public
Personal Information relating to external
companies & members of the public

Personal Information relating to external
companies & members of the public

Reason

Personal Information relating to others

Iarnród Éireann is exempt from FOI in so far as it
relates to the operation of Rosslare Europort

Personal Information relating to others

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those involved

Personal Information relating to others
Personal Information relating to external
companies & members of the public
Personal Information relating to external
companies & members of the public

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		Section 36(1)(b) - Commercially Sensitive Information
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4	4940.8	Section 37 - Personal Information

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		Section 36(1)(b) - Commercially Sensitive Information
	4944.6	
		Section 36(1)(b) - Commercially Sensitive Information
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	Transactions for approval and sealing	Section 37 - Personal Information
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Reason
Personal Information relating to others
Personal Information relating to others
Personal Information relating to others
Personal Information relating to others
Personal Information relating to others
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.
Personal Information relating to others
Personal Information relating to others
Personal Information relating to others
Personal Information relating to others
Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
Personal Information relating to others
Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
Reason
Personal Information relating to others
Personal Information relating to others
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Personal Information relating to others

Personal Information relating to others

Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort

Personal Information relating to others

Personal Information relating to others

Personal Information relating to others

financial information whose disclosure could reasonably be expected to result in a fin loss

Personal Information relating to others

Commercially sensitive information which could prejudice the conduct of negotiations

the deliberative process so that an ongoing activity of formulating, considering, weighing up, advising and deciding on issues is not interfered with.

CIÉ does not fall within the FOI legislation

Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function

Commercially sensitive information which could prejudice the conduct of negotiations

Personal Information relating to others

Commercially sensitive information which could prejudice the conduct of negotiations

Personal Information relating to others

Commercially sensitive information which could prejudice the conduct of negotiations

Personal Information relating to others

Personal Information relating to external companies & members of the public

Personal Information relating to external companies & members of the public

Reason

Personal Information relating to employees

Personal Information relating to employees

Personal Information relating to employees
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to employees

information which could prejudice the conduct of
negotiations

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Personal Information relating to employees

Personal Information relating to employees
Personal Information relating to external companies & members of the public
Personal Information relating to external companies & members of the public

Reason

Personal Information relating to employees
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Personal Information relating to employees
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information which could prejudice the conduct of negotiations

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financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

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Personal Information relating to employees

Iarnród Éireann is exempt from FOI in so far as it
relates to the operation of Rosslare Europort
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

Personal Information relating to employees
financial information whose disclosure could
reasonably be expected to result in a fin loss to
those involved

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Personal Information relating to employees

Personal Information relating to external

companies & members of the public

Personal Information relating to external

companies & members of the public

STRICTLY PRIVATE AND CONFIDENTIAL

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

IARNRÓD ÉIREANN - IRISH RAIL

MINUTES OF THE THREE HUNDRED AND THIRTYEIGHTH
BOARD MEETING HELD ON TUESDAY 21ST JANUARY 2020
AT 9.00 AM IN THE PARK HOUSE HOTEL, GALWAY

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



Advocacy Officer, Irish Wheelchair Association (part)
Chief Financial Officer (part)
Commercial Director (part)
Director Infrastructure Manager (part)
Company Secretary (part)
Director Railway Undertaking (part)
Chief Risk Officer (part)
Chief Executive (part)
Director Capital Investments (part)
Chief Executive, CIÉ (part)

MIN NO.

4906 **CONFLICTS OF INTERESTS**
No conflicts of interests were declared.

4907 **MINUTES**

4907.1 The Minutes of the meeting held on 3rd December 2019 previously circulated were taken as read and noted. They were signed by the Chairman as a true record of the proceedings subject to the following amendment:

Amend



4907.2 **Decision Outside of a Board Meeting**
The memorandum previously circulated was taken as read and noted.

4907.3 It was noted that all directors had by 13th December 2019 given unanimous approval (confirmed by email by each of them) for the public service obligation (PSO) contract 2019-2029 to be signed.

4907.4 [Redacted] advised that the contract had been signed on 17th December 2019 effective from 1st December 2019. While there is still a funding gap, meetings to resolve this are continuing.

4907.5 The Chairman stated that this was a satisfactory outcome. It had been recognised by the National Transport Authority (NTA) and the Department of Transport, Tourism and Sport (DTTAS) that the position taken by the Iarnród Éireann board on the funding issue was not an unreasonable one. It helped to highlight to the DTTAS that the NTA was underfunded. If the concern about the baseline cost of operating the railway had not been addressed, there would have been serious consequences for Iarnród Éireann for the full period of the contract.

4908 RISK MANAGEMENT

4908.1 The Quarterly Risk Report previously circulated was taken as read and noted.

4908.2 [REDACTED] presented his report and referred to the following:

- Following a review with the Chairman of the Audit & Risk Committee (ARC) and the Executive Team, three new risks were identified, one of which (National Train Control Centre (NTCC) Project) is considered to be a principal risk.
- The number of principal risks has increased from 20 to 21. There were two new risks, one risk was re-categorised as a principal risk and two risks were removed from the list of principal risks.
- The two new principal risks related to the delivery of the Train Protection System (TPS) and the effective management of the NTCC Project.
- The risk re-categorised as a principal risk related to the failure to maintain funding in line with previously advised levels. In addition, this risk is considered to be in breach of risk appetite.
- The two risks removed from the list of principal risks related to the risk of a safety incident as a result of human factors and the requirement for Cubic to meet PCI DSS compliance standards.
- The principal risk relating to the pension deficit was revised upwards. However, since then discussions at the Workplace Relations Commission (WRC) have resulted in proposals to address the issue.
- The principal risk relating to the operational impact of Brexit has been revised downwards. However, the Chairman stated that this should continue to be monitored closely as the transition period for British withdrawal from the EU will not be completed until 31st December 2020.

4908.3 In response to the Chairman, [REDACTED] advised that the NTCC Project is a highly complicated project which will require integration with other systems. Tender results have indicated that construction costs are likely to be greater than anticipated due to construction inflation and costs for the traffic management system are likely to be lower than anticipated because it is a bespoke system. The Chairman stated that the level of construction inflation leads to concerns about other projects which have a high component of civil works e.g. the DART Expansion Project. He asked [REDACTED] to ensure that the risk associated with capital projects where civil works are a significant component, are adequately captured.

4909 STRATEGY

4909.1 The memorandum previously circulated was taken as read and noted.

4909.2 [REDACTED] advised that the strategy for 2020 – 2027 approved by the board on 3rd December 2019 is being discussed with the NTA. Feedback received from the NTA relates to the need to directly reference Iarnród Éireann's strategy to the NTA's strategy for 2016 – 2035. Once finalised, the document will be submitted to the DTTAS.

4909.3 [REDACTED] advised that the company will, during 2020, develop longer term strategies for rail passenger and freight services for the period beyond 2027 up to 2040. The opportunity will be taken to lead rather than lag behind the DTTAS. It is planned that the long term strategies will demonstrate how heavy rail can contribute to the achievement of Project Ireland 2040 and the development of greater sustainability in accordance with the Government's Climate Action Plan. In particular, opportunities will be identified as to how rail freight can contribute to the sustainability and climate agenda.

4909.4 It was noted that two projects are to be set up. One is to develop a long term strategy for rail that will align with Project Ireland 2040 and the other relates to the development of a rail freight strategy. A two step procurement process has commenced at the request of the Strategy Advisory Group (StAG). Two shortlists have been created from the companies which have qualified to tender. The Terms of Reference for each project are to be finalised at the next StAG meeting.

4909.5 Matters discussed included the following:

- Iarnród Éireann's strategy is constrained by the NTA strategy which gives low priority to parts of Iarnród Éireann's business which are of high priority to the company e.g. development potential for the Galway network as described by management at a presentation on 20th January 2020.
- The NTA are now considering projects outside of the Dublin area (e.g. in Cork and Galway)

even though the NTA is underfunded and these projects are not provided for in the National Development Plan (NDP). A list of discussion items is required as there may be a new Minister following the General Election. This should include the risk of coastal erosion to the public transport alternative to the expansion of the N11 in the Glen of the Downs area. [REDACTED]

- [REDACTED] asked for further information regarding any national environment plans and any known plans of competitors. [REDACTED]
- The National Planning Framework promotes balanced regional development. However, there is a lack of follow through in this regard because no funding has been put aside in the NDP for public transport investment in rural areas outside of Dublin. The gap in this regard should be identified more clearly. [REDACTED]
- It was suggested, following the excellent presentation from management in Galway, that the opportunity should also be given to management in other provincial cities to give presentations.
- The consideration of transit oriented development has improved in the past year particularly in relation to CIE's own land bank. However, greater encouragement should be given in this regard to developers of lands adjoining CIE land e.g. encourage greater densities.
- The Cork Metropolitan Area Transport Strategy (CMATS) 2040 prepared by the NTA does not put enough emphasis on the railway. Relevant stakeholders such as Local Authorities, NTA, DTTAS, should be influenced at an earlier stage in their planning processes in future.
- All future rail projects should take accessibility issues into account. However, a current priority is the need for more accessible platforms. [REDACTED] asked whether there was sufficient funding available for this.
- Future developments should also take other thematic issues into account such as quality customer service and cyber security.
- It was agreed that consideration should be given to having a facilitated workshop at the next StAG meeting to enable a helicopter view of strategy. [REDACTED]
- Even though the nature of Iarnród Éireann's business is long term, a list of immediate shovel ready projects should be identified as potential short term wins for a new Government. [REDACTED]
- More information and presentations on how the board can contribute to a strategy for "leading the conversation" should be provided. However, it was acknowledged that while Iarnród Éireann has been more proactive in the past 18 months in this regard, a balanced approach has to be taken with due respect for funding providers. [REDACTED]

4910 ACCESSIBILITY

[REDACTED] Advocacy Officer for the Irish Wheelchair Association, joined the meeting at this time.

4910.1 [REDACTED] gave a presentation and covered the following matters:

- Iarnród Éireann's objective.
- Fleet.
- Customer experience initiatives.
- Station infrastructure (Infrastructure Manager (IM) assets maintenance and renewals).
- Station infrastructure (capital programmes).
- Platform Train Interface (PTI).
- Customer Information Systems (CIS) strategy.

4910.2 On the Chairman's invitation to comment, [REDACTED] referred to the following matters:

- Significant improvement on accessibility issues since the 1990s.
- Personal experiences of people with disabilities still encountering difficulties across all modes of transport.
- Immediate priority should be given to platform accessibility.
- There needs to be a sufficient number of spaces on the new fleet for wheelchair users.
- People with disabilities want to be able to travel spontaneously and not have to give notice for staff assistance.
- Problems are still being encountered in hub stations. Real-time communication with hub stations does not always work. The lack of reliability of the staff assistance service is preventing some people with disabilities from traveling.
- There needs to be someone on the train at all times to assist staff or someone at all stations all the time rather than just at hub stations. It is critical for people with disabilities to know that someone will definitely be available at their destination station especially if they miss their intended train.
- While the new App for iPhones is good it does not work on Androids. While a positive improvement, it must be accepted that not all people with disabilities can use technology.
- Information regarding lifts which are out of order is not accurately communicated on the

company's website.

- More meaningful, accurate and up to date information should be provided to people on the ground as they need to feel they are being heard. Disability organisations can assist with this and should be involved in Iarnród Éireann's communications on disability issues and related matters.

4910.3 [REDACTED] outlined an experience she encountered before Christmas when she was left stranded on a train despite having following all procedures. The fail safes failed on that occasion due to a lack of communications within Iarnród Éireann. The fear of someone not being at a destination station to assist is what prevents people from taking journeys and exploring their independence. This is also a significant worry for parents of children with disabilities. In addition, she reminded the board that there are many people who do not have a mobility issue but who do have a disability issue e.g. autism, dementia etc. She suggested the reintroduction of silent carriages and the need to include Changing Place Bathrooms in all new station developments.

4910.4 Matters discussed included the following:

- Out of all the accessibility initiatives, the immediate priority relates to platform accessibility and properly built ramps at a suitable gradient.
- The reasons for trialling humps on platforms in Ireland even though they are working satisfactorily in the UK were outlined.
- [REDACTED] requested further information regarding access for people with dementia and autism including a database on the best attributes of silent carriages.
- Silent carriages were withdrawn due to increasing patronage. However, this decision will be reviewed.
- The importance of ensuring that the items the company is currently committed to are being delivered.
- The need to address the accuracy of information being communicated about lifts that are out of order.
- A review of the effectiveness of User Groups to include whether the right representation on such groups, is required.
- A communications plan should be prepared including a template of information on plans that could be distributed to disability groups for dissemination to their members.
- The need for a Customer Service Officer on every train.
- Issues regarding hub stations along the Kildare line need to be followed up.
- Travel Assist Programme in Bus Atha Cliath.
- Just a Minute (JAM) initiative.
- Training for technical engineers, architects etc.
- Despite overcrowding on trains there is still a need to be a priority for wheelchair users and the goodwill of other passengers should be called on in this context as they need to play their part also.
- The renewal of lifts and escalators is included in the NTA's capital programme. However, only Year 1 is to be funded by the NTA. Capital funding is also required for the following four years.
- Accessibility on lightly used lines.

[REDACTED] left the meeting at this time.

4911 PRIVATE SESSION

[REDACTED] Better Boards joined the meeting at this time.

4911.1 [REDACTED] gave a presentation on the outcome of the board effectiveness evaluation exercise contained in their draft report. The issues raised were then discussed in detail.

4911.2 Following discussion the board agreed to:

- Review the need for all board committees and advisory groups and consider whether it is appropriate for any such group to be chaired by a consultant.
- Consider whether the full executive team should attend the full board meeting and whether advisory group chairmen should attend.
- Consider the attendance of the CIE Chief Executive at board meetings and whether the person who will replace [REDACTED] should be asked to assume full responsibilities as Company Secretary.
- Find opportunities for directors to spend more time together as a group. It was decided that directors would have a short period at the beginning of each meeting, to agree priorities for the meeting and that a closed session should take place at the end of every meeting.
- Consider how to ensure that the board focusses on strategic issues.

4912

DATE AND LOCATION OF NEXT MEETING

Tuesday 4th February 2020 at 9.30 am in Heuston Station.

Chairman _____

Date _____

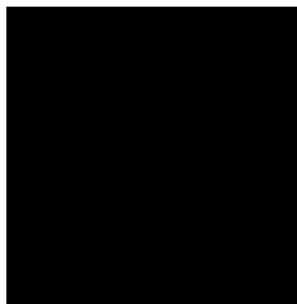
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**IN ACCORDANCE WITH THE TERMS OF SECTION 22 OF THE TRANSPORT
(RE-ORGANISATION OF C  RAS IOMPAIR   IREANN) ACT, 1986**

IARNR  D   IREANN - IRISH RAIL

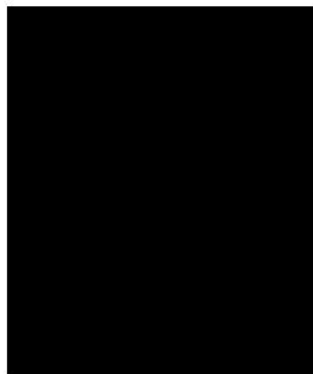
**MINUTES OF THE THREE HUNDRED AND THIRTYNINTH
BOARD MEETING HELD ON TUESDAY 4TH FEBRUARY 2020
AT 9.30 AM IN HEUSTON STATION**

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director (part)
Director

IN ATTENDANCE:



National Development Finance Agency (part)
Chief Financial Officer (part)
Commercial Director (part)
Director Infrastructure Manager (part)
Company Secretary
Director Railway Undertaking (part)
Acting Chief Procurement Officer (part)
Chief Executive (part)
Director Capital Investments (part)
Chief Executive, CI   (part)
Programme Manager, Railway Systems (part)

MIN NO.

4913 PRIVATE SESSION

4913.1 Agenda

The Chairman asked for Directors to identify matters arising out of the Agenda which should be discussed. These were outlined as follows:

- The need for a greater awareness of the needs of people with mental disabilities. This should be taken into account in capital expenditure projects.
- Issues arising on the DART Expansion Project which could have significant cost implications.
- Lack of alignment between Iarnr  d   ireann and the National Transport Authority (NTA) on the potential cost of the DART Expansion Project. [REDACTED] is available in funding. However, current cost estimates indicate that the project will cost [REDACTED].
- Accounting treatment of the funding for the relaying of the Cork Line. Iarnr  d   ireann does not agree with CI  's proposal for this.
- Nothing should be done at CI   level that would jeopardise Iarnr  d   ireann's expenditure on cyber security.
- Concerns about the proposal [REDACTED].
- Rumours on-line that certain sections of the E [REDACTED]

[REDACTED] The Chairman stated that very few people have seen this report. He would have preferred a more comprehensive report and has identified gaps in the analysis in his discussions with the DTTAS.

4913.2 External Review of the Board

The recommendations of Better Boards who carried out the external review of the board were considered. Matters discussed included the following:

Strategy

- Proposal for a two day strategy session.
- How to ensure that the board has a living ownership (and not just visibility) of strategy in the future, particularly if the Board Strategy Committee is stood down in a few months' time.

- Mechanism to give local managers an opportunity to present current issues to the board, similar to the excellent presentation made by managers in Galway during the board visit. It was agreed that [REDACTED] would prepare a note on how to proceed with this, for consideration by the board. [REDACTED]

4913.3 Board Committees and Advisory Groups

It was agreed that:

- The Board Audit and Risk Committee, the Board Safety Committee and the Board Remuneration Committee should be retained.
- The Trains Advisory Group and the Infrastructure Advisory Group should be merged. However, this will require new Terms of Reference.
- Proper technical peer reviews (e.g. signaling, electrical and telecoms (SET)) should continue. Such technical peer reviews should be carried out by experts from a wider pool rather than by experts solely from the UK. While such experts should provide assistance to the Executive rather than to the board, the board needs to be advised if and why the Executive is not taking their advice. It was agreed that [REDACTED], with input from the Chief Executive, would consider the issue of technical peer reviews and the composition and chairmanship of advisory groups. They will prepare a note for consideration by the board. [REDACTED]
- Now that a Chief Information Officer has been appointed and an IT strategy is being prepared, the IT Strategy Group is likely to come to a natural conclusion once the strategy has been presented to the board.
- The current phase of the Strategy Advisory Group's work is likely to come to an end by the middle of the year once a revised strategy has been presented to the board.
- The Human Resources Advisory Group (HRAG) is dealing with a number of management issues which should more appropriately be brought to the board as part of the Director Railway Undertaking's Report. Other Human Resources issues should be dealt with in the Chief Executive's Report. The remaining work of the HRAG relates to the payroll system and the job evaluation system. The scope of work in this area is likely to be completed by the middle of the year. Following a report to the board, it is likely that the HRAG will come to a natural conclusion at that point.
- The Board Safety Committee requires more strategic information from the Executive as the current information being provided to it is not sufficient.

4913.4 Attendees at Board Meetings

It was agreed that:

- The attendance by management at board meetings should continue. In addition, it was felt that more time spent by the board on its own in the absence of management would not be of any benefit and could undermine management cohesion.
- The attendance at board meetings by the CIÉ Chief Executive in an observer role should continue at least until the outcome of CIÉ's strategy review is known.

4913.5 Role of Assistant Company Secretary

It was noted that a vacancy will arise as [REDACTED], Assistant Company Secretary, is due to retire in July 2020. The board expressed its appreciation for all of her hard work and professionalism over the years. It was agreed that the scope of the role to be advertised should be referred to the Board Remuneration Committee.

[REDACTED] joined the meeting at this time.

4914 **CONFLICTS OF INTERESTS**

No conflicts of interests were declared.

4915 **CHAIRMAN'S COMMENTS**

4915.1 The Chairman advised management of the decisions that had been taken earlier during the private session.

4915.2 The Chairman stated that the issue of continuing professional development for Directors would be considered at the next meeting.

4915.3 [REDACTED]

4915.4 The Chairman advised that the Western Rail Corridor has become an election campaign issue. He expressed his view that the EY Report had not dealt comprehensively with all the issues and he had identified gaps in the analysis in his discussions with the DTTAS. The report will be peer reviewed.

4916 MINUTES

4916.1 The Minutes of the meeting held on 21st January 2020 previously circulated were taken as read noted. They were signed by the Chairman as a true record of the proceedings subject to the following amendments:

1. Minute 4910.4 - Third bullet point

Amend:

██████████ requested further information regarding access for people with dementia and autism including a database on the best attributes of silent carriages.”

to:

“██████████ requested further information on what Iarnród Éireann is doing for people with mental disabilities.”

2. Minute 4910.4 - Second last bullet point

Amend:

“However, only Year 1 is to be funded by the NTA.”

to:

“However, the NTA is currently committed to funding only Year 1 of the programme.”

4916.2 Matters Arising

██████████ asked for a copy of the presentation that local management had given when the board visited Galway to be circulated. ██████████ advised that the feedback from staff in Galway about the board’s visit was very good. ██████████

4916.3 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4916.4 Item 603

██████████ advised that a new website, which is more accessible for people with disabilities, has now been set up. It will be audited to ensure that it meets the highest accessibility standards. Continuous improvements will be made so that it will become more accessible for those who have hidden disabilities.

4917 STRATEGY

4917.1 National Train Control Centre (NTCC)

██████████ from the National Development Finance Agency, ██████████, Programme Manager, Railway Systems and ██████████, Director Capital Investments, joined the meeting at this time.

4917.2 ██████████ gave a presentation on the NTCC which covered the following matters:

- Project objectives.
- Project benefits (operational, customer and safety).
- Scope of the NTCC.
- Project deliverables.
- Progress to date on the NTCC facility (including building layout).
- Progress to date with respect to a Traffic Management System (TMS).
- SET interfacing and support works.
- Delivery organisational structure.

4917.3 Matters discussed included the following:

- Details of the programme to eliminate the obsolete and expensive hot axle box detection system and its replacement with an acoustic monitoring system are to be provided. ██████████
- Details were provided of the security measures that were taken into account in the design of the NTCC. However, no provision was made for overhead security (against drone technology etc.) as this was not sought by the security experts.

- Sufficient SET resources will be fundamental to the success of the project. A lead engineer in this regard has been identified and will be dedicated to the project from the end of Quarter 1 2020.
- Details were provided of the appointments that have been made to ensure that an appropriate governance structure will be in place for the duration of the project. The importance of appropriate budgetary supervision and reporting systems was noted.
- Timely escalation to the board through the Executive, of divergences in the project relating to timetable delivery, financial and other risks was emphasised. Milestones should be set in this regard.
- Gaps have been identified in project management procedures in general and improvements are required. The board needs to know what it can expect to receive by way of regular reports and exception reports outlining any divergences and interventions.
- Penalties for delays are built into all contracts.

4917.4 **Capital Investments Report**

The Report from the Director Capital Investments previously circulated was taken as read and noted.

4917.5 In response to [REDACTED] confirmed that upgrade works have been identified to address the noise ratio and code reliability issues arising on the Train Protection System (TPS) Project. He outlined the work that was being carried out. He stated that while no solution has been found yet, the target date for the outcome of the review is the end of April.

4917.6 In response to [REDACTED] who asked if there was a Plan B to the current TPS strategy, [REDACTED] stated that Plan B is to adopt a discontinuous system. This is being modelled at present. In addition, Plan C would be to halt the project, and tender again for a European Train Control System (ETCS). However this is a long way off and would not resolve the capacity issue.

4917.7 **DART Expansion – Baseline Business Case**

The Baseline Business Case previously circulated was taken as read and noted.

4917.8 Matters discussed included the following:

- Forthcoming decisions on rolling stock will depend on decisions taken on the DART Expansion Project.
- A decision to apply for a Railway Order to electrify the Maynooth Line will also depend on decisions taken on the DART Expansion Project.
- [REDACTED] is available from the National Development Plan (NDP) for the DART Expansion Project. However, the baseline business case indicates that the current cost estimate of the project is [REDACTED]
- The National Transport Authority (NTA) say that the [REDACTED] contained in the NDP is a "contribution" to the project up to 2027 and that it is too early yet to decide on a budget for it. They want Iarnród Éireann to focus on scoping the project rather than focusing on a cost profile or cost programme. They require further information in respect of electrification of the Kildare and Maynooth Lines in the short term and information on electrification of the Northern Line in the medium term. [REDACTED] However, Iarnród Éireann has not received the NTA's report in this regard. In addition, the NTA has consultants examining the possibility of enhancing the DART service from Bray to Greystones (which was not in the original project scope). This would add to the cost estimate.
- More analysis is required on the potential cost overruns of the project and the consequences of these e.g. the back ending of funding for the project is likely to result in an increase in total costs. In addition, the longer it takes to make firm decisions the greater the risk of cost increases.
- The monetised value of the forecast reduction in carbon emissions due to DART Expansion is likely to be small due to the very low traded value of carbon. Most of the monetised benefits arise from journey time savings.
- All future reports on the project will be reported against this baseline business case under the headings of scope, programme, cost and risk.
- [REDACTED] emphasised that immediate decisions need to be taken about Docklands Station, Newcomen Junction and Bray - Greystones.
- As the eventual cost of the project is likely to be more than the funding that will be available to Iarnród Éireann during the current NDP, the company needs to do a separate paper outlining its immediate priorities i.e. an options analysis. [REDACTED]
- The project governance and management structure needs to be tightened up as, currently, multiple advisory and steering groups are proposed. There is a risk of having too many such groups. [REDACTED]

- It appears that the NTA's resources are stretched over many public transport projects but it is important to note that it is the "Approving Authority" for DART Expansion. The cost and other issues which have been raised are contained in the baseline business case that has been presented to them. It is important to highlight these now before rolling stock and Railway Order decisions are presented to the board.
- [REDACTED] felt that the document presented was not technically a business case and recommended using different terminology for it. He also highlighted a number of areas in the document which should be clarified and improved upon e.g. rolling stock numbers, train capacity on the Northern Line etc.
- [REDACTED] stated that the potential changes to bridges was not previously known to her. A sensitivity analysis should be prepared putting estimates on the cost of the "known unknowns" i.e. worst case scenario. [REDACTED]

4917.9 The Chairman stated that Iarnród Éireann needs to respond as quickly as possible to the existing capacity constraints on the railway and that the additional technical analysis and optioneering being requested by the NTA should not be allowed to delay the rolling stock procurement decision that will be required later in the year.

[REDACTED] left the meeting at this time.

4918 CHIEF EXECUTIVE'S REPORT

4918.1 The Chief Executive's Report previously circulated was taken as read and noted.

4918.2 The board asked for the following

- Anti-social behaviour key performance indicators (KPIs).
- A presentation at the board meeting in June from the new Security Officer, [REDACTED]
- Consideration to be given on whether there is a case to be made for later DART services. However, it was acknowledged that this would impact on the time that would be available for engineering works. [REDACTED]

4919 ADVISORY/POLICY

4919.1 Health and Safety Policy 2020

The Health and Safety Policy for 2020 previously circulated was taken as read and noted.

4919.2 The Health and Safety Policy for 2020 was approved by the board and it was noted that there were no changes from the 2019 Policy.

4919.3 Customer First Programme

The memorandum previously circulated was taken as read and noted.

4919.4 Due to the delay in the delivery of Phase 2 of this project it was noted that the commencement of the Full Support Services term under the contract has been delayed from July 2017 to February 2020. These services will last for seven years.

4920 CAPITAL EXPENDITURE

4920.1 Capital Expenditure Proposals

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

4920.2 TPS – Development and Rollout Phases 2020

The board gave its approval the 2020 funding allocation for the TPS to the sum of [REDACTED] for the design phase (Project Management Procedure – Phase 4).

It was noted that:

- The current approval for the project is [REDACTED]. However, as the total expenditure to the end of 2019 amounted to [REDACTED], the additional capital expenditure approval granted amounts to [REDACTED] giving total expenditure approved to date of [REDACTED].
- Funding for this project is provided under the multi annual contract (MAC).

4920.3 Accessibility Programme Package A (15 Stations) – Preliminary Design and Planning

The board gave its approval for expenditure of [REDACTED] (of which [REDACTED] is ineligible for NTA funding) to progress the preliminary design and planning (Phases 2 and 3 of the Project Management Procedures) for accessibility upgrade works Package A (15 stations).

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

4920.4 In response to the Chairman's query on whether sufficient attention has been paid to the full range of accessibility issues, [REDACTED] stated that this was just the first package of the project and referred to the Arup Report. He stated that the network does not currently meet National Disability Authority (NDA) standards due to funding issues.

4920.5 In response to [REDACTED] who had sent a paper containing challenging recommendations, [REDACTED] stated that it would be analysed against the current proposal and any gaps identified.

4920.6 In response to [REDACTED] query regarding ramps at stations, [REDACTED] stated that further information containing a breakdown of the proposed work at each station would be forwarded to her. [REDACTED] noted that such work would depend on the local conditions and planning issues at each individual station.

4920.7 In response to [REDACTED] stated that the proposed disability works at Connolly Station had been removed from this project because of other work being carried out as part of the DART Expansion Project which may change the station layout.

4920.8 Connolly Station Office Accommodation

The board gave its approval for expenditure in the amount of [REDACTED], including non-recoverable VAT, for the provision of office accommodation space for 80 staff currently based in the Connolly Station main office building.

It was noted that:

- This work would consist of the development of existing CIÉ / Iarnród Éireann owned spaces in the Loop Line arches and the immediate Connolly facility to allow the development and eventual undertaking of the major refurbishment and upgrade works necessary to make this listed, historic building compliant with current safety and legislative requirements including the provision of additional capacity and modern facilities that are fit for purpose for its expected level and intention of use.
- The office accommodation works are to be fully undertaken, subject to availability of funding, in 2020.
- Funding for this project is to be provided from a combination of an underspend of the previously board approved project for upgrading mechanical and electrical systems within the building [REDACTED] and own resource funding [REDACTED]

4920.9 Customer Environment and Interface Enhancements Programme 2020

The board gave its approval for expenditure of [REDACTED] (including non-recoverable VAT) in 2020 for Year 1 of a multi annual programme of customer environment and interface enhancements across stations on the Iarnród Éireann network.

It was noted that the project for Year 1 (2020) is fully funded by the NTA.

4920.10 [REDACTED] asked for the following:

- A Changing Places installation at Connolly Station and
- Filling of water bottle facilities.

[REDACTED] confirmed that he had asked for a Changing Places installation to be incorporated into the project as with Heuston Station. It will also be included in plans for Waterford Station. He also advised that [REDACTED] is looking at trialling facilities for the filling of water bottles at Connolly and Heuston Stations.

4920.11 Cyber Security Programme 2018-1019

The board gave its approval for the following:

- (a) The ratification of expenditure of [REDACTED] on the Cyber Security Programme in 2019 and
- (b) Further expenditure of [REDACTED] in 2020.

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

4920.12 In response to [REDACTED] stated that CIÉ had approved all proposed cyber security expenditure in full.

4920.13 Funding of the Cork Line Relaying Project

There followed a discussion about the accounting treatment of the funding to be provided by CIÉ to Iarnród Éireann for relaying of the Cork Line. There were differing views between Iarnród Éireann and CIÉ on how this should be treated. It was agreed that a joint paper should be prepared outlining the issue.

4920.14 Closeout Reports

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

4920.15 The board gave its approval for the closeout of the following projects:

- (a) Suburban Workstation within the Centralised Traffic Control Centre.
- (b) [REDACTED]
- (d) Chief Mechanical Engineering (CME) Heavy Maintenance 2016.
- (e) CME Heavy Maintenance 2017.
- (f) CME Heavy Maintenance 2018.
- (g) Catering Equipment – Trolleys and Urns.

4921 PROCUREMENT

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

4921.1 Procurement Report

The Procurement Report for Period 13 2019 previously circulated was taken as read and noted.

4921.2 The following were noted:

- Following a procurement challenge, Iarnród Éireann has decided not to proceed with the award of a contract for the purchase of an on-track ballast regulator. Due to a technicality, this will be re-tendered. There will be a slight time delay to the project as a consequence.
- A challenge to the tender process for new fleet has been withdrawn by one of the unsuccessful applicants.

4921.3 The Chairman stated that while it was important for the company to stand its ground when it is confident in its tender process, it is also important to be willing to acknowledge where there have been weaknesses and to learn lessons.

4921.4 Contracts

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

4921.5 National Train Control Centre (NTCC) Construction

The board gave its approval for the award of a contract to Purcell Construction for the construction of the NTCC at an estimated cost of [REDACTED] million exclusive of VAT.

It was noted that:

- The non-recoverable VAT will be [REDACTED].
- The funding source for the contract is the NTA.

4921.6 Given that almost 60% of the evaluation related to cost, [REDACTED] was asked to send a note advising how the evaluation team satisfied itself that the successful bidder would be able to address any deficiencies identified under the qualitative criteria.

4721.7 NTCC Building Design Support and Construction Supervision

The board gave its approval to grant delegated authority to the Chief Executive to approve the award of a contract for the provision of building design support and construction supervision services for the new NTCC, subject to the conclusion of the evaluation process and agreement of contractual terms.

It was noted that:

- The estimated cost of this contract is approximately [REDACTED].
- The funding source for this contract will be the NTA.

4921.8 Design, Supply, Testing, Commissioning, Safety Validation and Maintenance of GSM-R Cab Radios

The board gave its approval for:

- (a) The entry into an eight year single party framework agreement with Siemens for the design, supply, testing, commissioning and safety validation of GSM -R cab radios.

- (b) The entry into a long term maintenance agreement with Siemens which will provide technical support for a period of up to ten years.

It was noted that:

- The value of this contract is [REDACTED] based on :
 - An initial estimate of 400 cab radios to complete Phases 2 and 3 of the GSM-R Project and
 - An estimated annual cost of [REDACTED] for a ten year maintenance agreement.
- The non-recoverable VAT will be [REDACTED]
- The funding source for this contract will be the MAC.

4921.9 Selection and Award Criteria

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

4921.10 Supply of Electrical Consumables

The board gave its approval for the selection and award criteria as presented for the proposed pre-qualification and tender process for the supply of electrical consumables.

It was noted that:

- It is proposed to award a three year fixed price contract with an option to extend annually up to a maximum of five years.
- The estimated value of this contract is [REDACTED] including the optional two year extension.
- The funding source for this contract is the MAC.

4921.11 On Track Ballast Regulator

The board gave its approval for the selection and award criteria as presented for the proposed pre-qualification and tender process for the purchase of an on-track ballast regulator.

It was noted that:

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

4921.12 Award Criteria

The memorandum previously circulated was taken as read and noted.

4921.13 Human Capital Management (HCM) / Integrated Workforce Solution

The board gave its approval for the award criteria as presented for the provision of an HCM / Integrated Workforce Solution to Iarnród Éireann.

It was noted that:

- It is expected that this contract will operate for a period of five years with an option to extend by up to a further three years.
- The total estimated contract value including the additional three years is [REDACTED].
- Funding for this contract will be from operational expenditure. The costs will be apportioned to each Iarnród Éireann business based on headcount and consequently funded through public service obligation (PSO), MAC and [REDACTED] own funds.

4921.14 Procurement Schedule 2020

The up to date Procurement Schedule for 2020 previously circulated was taken as read and noted.

[REDACTED] left the meeting at this time.

4922 ADMINISTRATIVE ITEMS

4922.1 Transactions for Approval, Sealing and Signing

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

Appendix I

The transactions (8) for approval and signing at the meeting were approved and signed.

Appendix II

4922.2 Abandonment of the Waterford/ New Ross Line

The memorandum previously circulated was taken as read and noted.

4922.3 It was proposed by [REDACTED] and resolved:

"That the Waterford to New Ross Line extending from Abbey Junction, Waterford City at 115 miles 1,254 yards, to the boundary between the Townlands of Glinn and Annefield in the County of Kilkenny at 101 miles 1,160 yards, be abandoned and an Order to that effect be made and the necessary Notices be published in Iris Oifigiúil and local newspapers, the Waterford News and Star, Kilkenny People and Wexford People."

- 4922.4 The board asked that nothing be done that could prevent the line from reverting to public transport use in the future.

_____ left the meeting at this time.

4923 PRIVATE SESSION

- 4923.1 The board agreed that a good discussion had taken place on the DART Expansion baseline business case. It was acknowledged that it was unlikely that there would be clarity in the short terms on when a decision could be made on this project given the issues that had been highlighted. This confirmed the need for an options analysis for different scenarios.

- 4923.2 The board agreed that the meeting went well and stayed focused on high level issues.

- 4923.3 _____ expressed concern about the TPS Project given that some of the critical issues identified have still not been resolved. It was noted that the former Chairman, _____, is examining this given his SET expertise. It was agreed that the project should be reviewed in due course so as to identify what went wrong.

- 4923.4 _____ expressed concern at the three year delay with the Customer First Programme and the additional _____ in costs that had been incurred as a result. He queried whether a bespoke system had been necessary. However, it was acknowledged that the project is coming to an end now.

- 4923.5 The Chairman stated that the company is ready to give a presentation if a new Minister for Transport is appointed as part of the new government.

4924 DATE AND LOCATION OF NEXT MEETING
Tuesday 31st March 2020 at 9.30am in Heuston Station.

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. Agreement in duplicate with [REDACTED] for a consideration of [REDACTED] for full settlement of a land dispute and the sale of 0.5 acres of land adjacent to Level Crossing XE042 located at 16 miles 1,416 yards in the Townland of Ballycar, Co. Clare, to facilitate any future track flood alleviation schemes in the Ballycar area, which suffers from extensive line closures due to flooding on a regular basis.
2. Contract in duplicate with the Minister for Transport, Tourism and Sport, in relation to the Infrastructure Manager Multi Annual Contract 2020-2024. The authority of the board is now requested to apply the company seal to the document.
3. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XM021 at 79 miles 1,060 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED].
4. Closure Agreement in duplicate with [REDACTED], in relation to the closure of Level Crossing XE051(P) at 23 miles 228 yards on the Limerick to Ennis Railway Line, for a consideration of [REDACTED].
5. Closure Agreement, single copy, with [REDACTED], in relation to the closure of Level Crossing XL049 at 14 miles 80 yards on the Limerick to Waterford Railway Line for a consideration of [REDACTED].
6. Agreement in duplicate with [REDACTED], in order to close Level Crossing XX033 at 153 miles 990 yards on the Manulla Junction to Ballina Railway Line, the consideration; the provision of a new roadway by the Board.
7. Agreement in duplicate with [REDACTED], in order to close Level Crossing XX033 at 153 miles 990 yards on the Manulla Junction to Ballina Railway Line, the consideration: the transfer of 0.07 acres of land to CIÉ and the provision of a new roadway by the Board.
8. Agreement in duplicate with [REDACTED], in order to close Level Crossing XX033 at 153 miles 990 yards on the Manulla Junction to Ballina Railway Line, for the transfer of 0.05 acres of land to CIÉ, for a consideration of [REDACTED].
9. Agreement in duplicate with [REDACTED] in order to close Level Crossing XX033 at 153 miles 990 yards on the Manulla Junction to Ballina Railway Line, the consideration; the provision of a new roadway by the Board.
10. Agreement in duplicate with [REDACTED], in order to close Level Crossing XX033 at 153 miles 990 yards on the Manulla Junction to Ballina Railway Line, the consideration, the provision of a new roadway by the Board.
11. Agreement in duplicate with [REDACTED] in order to close Level Crossing XX033 at 153 miles 990 yards on the Manulla Junction to Ballina Railway Line, for the transfer of 0.25 acres of land to CIÉ, for a consideration of [REDACTED] and the provision of new roadway by the Board.

Company Secretary
Iarnród Éireann
4th February 2020

TRANSACTION FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] for the use of an existing connection into the septic tank at Ballybrophy Railway Station for licence fee of [REDACTED] subject to review every 5 years in accordance with the Consumer Price Index.
2. Licence in duplicate with Kildare County Council, allowing them to carry out works at Overbridge OBW17 at Kildangan, Co. Kildare, in order to improve traffic and pedestrian safety, for a licence period of 99 years, for a once off licence fee of [REDACTED].
3. Licence, single copy, with Westmeath County Council for a plot of land, 0.176 acres, adjoining the Royal Canal, Mullingar Railway Station, to enhance access to the Dublin to Galway Greenway Project, for a consideration of [REDACTED].
4. [REDACTED]
5. [REDACTED]
6. Deed of Variation in duplicate with [REDACTED], in relation to original Licence dated 26th October, 2018, to allow them add an extra 0.3m dish and 3 additional antennae to the Irish Rail signal mast at Kilcock, Co. Kildare, at an additional licence fee of [REDACTED].
7. Deed of Variation in duplicate with [REDACTED] in relation to original Licence dated 26th October, 2018, to allow them add an extra 0.3m dish and 3 additional antennae to the Irish Rail signal mast at Sallins, Co. Kildare, at an additional licence fee of [REDACTED].
8. Deed of Variation in duplicate with [REDACTED], in relation to original Licence dated 26th October, 2018, to allow them add an extra 4 additional antennae to the Irish Rail signal mast at Ardahan, Co. Galway, for an additional licence fee of [REDACTED].

Company Secretary
Iarnród Éireann
4th February 2020

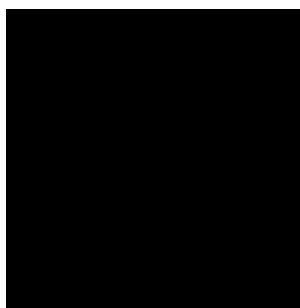
STRICTLY PRIVATE AND CONFIDENTIAL

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

IARNRÓD ÉIREANN - IRISH RAIL

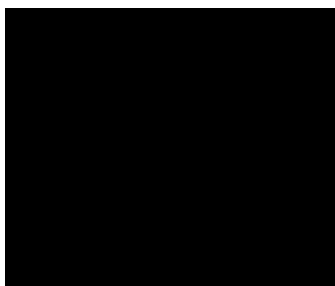
**MINUTES OF THE THREE HUNDRED AND FORTIETH BOARD MEETING
HELD IN DUBLIN BY SKYPE ON TUESDAY 31ST MARCH 2020 AT 9.30 AM**

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



Chief Financial Officer
Commercial Director
Director Infrastructure Manager
Company Secretary
Director Railway Undertaking
Acting Chief Procurement Officer (part)
Chief Executive
Director Capital Investments
Chief Executive, CIÉ

MIN NO.

4925 CHAIRMAN'S COMMENTS

4925.1 The Chairman welcomed everyone to the Skype meeting and expressed the hope that they were all safe and well during the Coronavirus pandemic crisis (Covid-19). He thanked the management team and all staff for their tremendous efforts during very difficult times.

4926 CONFLICTS OF INTEREST

No conflicts of interest were declared.

4927 MINUTES

4927.1 The Minutes of the meeting held on 4th February 2020 previously circulated were taken as read and noted. It was agreed that they would be signed by the Chairman as soon as is practicable, as a true record of the proceedings subject to the following amendment:

1. Minute 4920.12

Amend:

"In response to [REDACTED] stated that CIE had approved all proposed cyber security expenditure in full."

to:

"In response to [REDACTED] stated that all of the Internal Audit recommendations contained in the cyber security report from last year were implemented before the end of 2019."

4927.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4927.3 [REDACTED] asked that the List of Outstanding Action Items be updated to reflect items referred to in Minute Nos. 4915.2, 4916.1 and 4917.5. [REDACTED]

4927.4 Item 616

In response to the Chairman, [REDACTED] suggested that there should be a strategy away day later in the year. However, before a note could be prepared in this regard for the board, she wished to make informal contact and have discussions with external parties. Following this a framework could be put together. It was agreed that this should be carried out in Quarter 3/4 2020. [REDACTED]

4927.5 Item 617

In response to the Chairman, [REDACTED] stated that he wished to meet and attend an Infrastructure Advisory Group (IAG) and Trains Advisory Group (TAG) meetings to get an understanding of the commonalities between these advisory groups. Following this he would then be in a better position to discuss potential changes. It was agreed that the timing for this would be later in the year.

4927.6 Item 615

In response to [REDACTED] and the Chairman, [REDACTED] stated that the issue of the accounting treatment of CIE funding for the relaying of the Cork Line had been overtaken by Covid-19 events. Cash is no longer available for own funded capital expenditure projects. The level of funding already provided by CIE for this project since January 2020 is too small to warrant being treated as a capital grant. Therefore, an intercompany adjustment is proposed instead. [REDACTED] stated that this would mean a reduction in the intercompany balance of approximately [REDACTED]. While this issue is unlikely to resurface in the future because cash resources will not be available, the underlying question on what would be the most appropriate accounting treatment for CIE funding for capital expenditure projects in Iarnród Éireann had still not been resolved.

4928 **STRATEGY**

4928.1 Information and Communications Technology (ICT) Strategy

The presentation previously circulated was taken as read and noted.

4928.2 The Chairman advised that since the last presentation to the board on ICT matters on 26th March 2019 the following had taken place:

- The appointment of [REDACTED] as Chief Information Officer,
- The documentation of IT systems, information architecture and structures and
- The preparation of an ICT strategy for the company.

4928.3 Matters discussed included the following:

- The list of ICT projects and services in respect of Engineering and Asset Management should have included predictive condition monitoring. [REDACTED] stated that she would send an email in this regard. [REDACTED]
- More information is required in respect of the following:
 - Supporting team.
 - Direct responsibility -v- National Transport Authority (NTA) responsibility for their initiatives.
 - Dependency on services from CIE.
 - Iarnród Éireann priorities.
 - Relationships with CIE and the NTA.
 - Proposals for more strategic use of ICT in running a public transport business.
- The need to skill up to meet cyber security threats.
- Greater clarity is required about how Iarnród Éireann's IT team should be structured in order to drive forward the ICT strategy to address its priorities.

4928.4 It was noted that while steady progress is being made a meeting will take place between the Chairman, the Chief Executive and the Chief Information Officer to address the aforementioned issues. [REDACTED]

4928.5

[REDACTED]

[REDACTED]

4928.6

[REDACTED]

4928.7

[REDACTED]

4928.8

[REDACTED]

4928.9 Capital Programme Update

The memorandum previously circulated was taken as read and noted.

4928.10 DART Expansion Project

The Chairman stated that the business case which had already been presented in respect of the DART Expansion Project was the base line against which Iarnród Éireann would report progress on the project. However, excluding Covid-19 issues, the memorandum raised significant issues regarding the scope of work for the project.

4928.11 [REDACTED] outlined the potential scope changes to the project which are under discussion with the NTA. These include:

- [REDACTED]
- Inclusion of a third station, Heuston West, on the Kildare Line.
- A study of four tracking on the Northern Line.
- Undertaking of a public consultation process on the design of the new fleet.

4928.12 The Chairman stated that these potential scope changes represent an enormous amount of change and make the project far more complex. In addition, they would have significant budget implications for the project and raise concerns about the knock-on implications for the purchase of rolling stock. The degree of uncertainty about the scope of the project and the ability to finance it has an impact on two critical decisions facing the board in 2020:

- Order for fleet and
- Application for a Railway Order.

He stated that the challenge for the board is now far greater than what it was even a few weeks ago.

4928.13 Matters discussed included the following:

- [REDACTED]
- No work has been carried out to determine if a third station at Heuston West is warranted.
- A separate study is proposed by Iarnród Éireann to identify if there is a business case for four tracking the Northern Line and what the cost implications would be for the design of the line.
- Transport Infrastructure Ireland (TII) need to complete their design work in respect of an interchange station at Glasnevin.
- Infrastructure that would be required for BEMUs on the Northern Line.
- The NTA want to extend electrification on the Kildare Line.
- Information is awaited from the NTA regarding the implications of a Tara Street / Metro Link interchange station.

- Iarnród Éireann (rather than a third party consultant) has now been asked by the NTA to carry out a study in respect of the Merrion Gates level crossing.
- Upgrade of the electrification system to Greystones.
- The final business case will reflect risk associated with the scope changes and will identify all of the assumptions made.
- Importance of documenting all of the NTA's changing instructions and the timing and cost of each change.
- The current estimated cost of the DART Expansion Project of [REDACTED] may increase as a result of the scope changes.
- Each new NTA request is being treated as another phase of the project and not part of the original DART Expansion Project.
- While a clear path between 2020 and 2027 separate from any plans for after 2027 would be preferable, the NTA is planning for the longer term i.e. 10 years to 20 years. In addition, they are not willing to progress matters unless the Docklands Station is relocated to Spencer Dock. They also say that they won't agree a programme until they have finalised the scope of their plans.
- Differing views on the potential cost of relocating Docklands Station.
- Iarnród Éireann has advised the NTA of its view that the electrification of the Maynooth Line should be prioritised.
- The need to identify for the NTA the extent of what can be delivered within the current budget. This would be important in case they or other stakeholders think that Iarnród Éireann can deliver more than what it can for the funding indicated in the National Development Plan (NDP).

4928.14 [REDACTED] advised that the NTA has been kept fully informed of Iarnród Éireann's views. They have been given details of the outline business case, the risk associated with the potential scope changes, Iarnród Éireann's interpretation of the scope changes, the cost implications of relocating Docklands Station, etc. However, the NTA state that there is no approved budget for the DART Expansion Project but that [REDACTED] has been allocated to it for the period up to 2027. The Chairman expressed concern that the DTTAS believes that the DART Expansion project scope described in the NDP can be delivered within the indicated funding of [REDACTED], but that this is not possible. In addition, Iarnród Éireann's priority is to address capacity constraints within the existing network. The fear now is that Iarnród Éireann will not be able to place a fleet order in 2020. It was noted that as well as the requirement for new rolling stock, existing rolling stock will also need to be replaced. The Chairman requested that a discipline be put on the scope for the rolling stock order rather than trying to get the perfect design, which may not then be affordable.

4928.15 Train Protection System (TPS)

[REDACTED] advised that the former Chairman, [REDACTED] (who has expertise in this area), is carrying out an independent review of the options for addressing the outstanding critical issues on the TPS Project (National Technical Rules, signal to noise ratio and code reliability). He believes that Iarnród Éireann has got enough of the right type of expertise on-board to address these issues. The project is going in the right direction. He is confident that viable solutions can be identified.

4928.16 In response to [REDACTED] outlined the progress being made on contingency plans for a fallback position i.e. a Plan B which is a discontinuance system (Discontinuous Train Protection (DTP)). Automatic Train Protection (ATP) capacity is being examined in this regard. However, this would also need to be independently reviewed.

4928.17 Cork Metropolitan Area Transport Study (CMATS)

The Chairman noted that the final CMATS Report was published on 6th March 2020. It was disappointing to note that it still did not contain provision for investment in heavy rail in the Cork area. He suggested that Iarnród Éireann should continue to make the case that CMATS forecasts for public transport usage only make sense if investment in high capacity public transport takes place before or at the same time as the forecast demographic growth.

4928.18 [REDACTED] advised that discussions had taken place with the NTA regarding a park and ride facility at North Esk and a through platform at Kent Station in Cork.

4929 CHIEF EXECUTIVE'S REPORT

4929.1 The Chief Executive's Report previously circulated was taken as read and noted.

4929.2 Matters discussed included the following:

- Signal passed at danger (SPAD) in Connolly Station on 23rd February 2020.
- Drugs and Alcohol test failures.

- Driver availability issues for the Engineering Department.
- Diesel usage.
- [REDACTED]

4929.3 [REDACTED] then went on to give a detailed overview of Iarnród Éireann's response to the Covid-19 pandemic. The board commended [REDACTED] and his team for the amount of work and effort in this regard. Matters discussed included the following:

- Discussions with the NTA regarding service levels during the crisis (including that on the Belfast Line).
- Physical distancing on trains.
- The obligation to minimise costs because of the financial implications of the Covid-19 crisis.
- Level of support being received from the NTA and the DTTAS.
- Reduction in farebox revenue due to the Covid-19 crisis.
- The NTA is continuing to recompense the CIE Group for the provision of public service obligation (PSO) services.
- Remote working.
- The importance of maintaining and operating the railway safely through this crisis without putting staff at extra risk.
- Liaison with the Gardai to address instances of anti-social behaviour on the trains.
- Quick and timely communications from the management team to staff throughout Covid-19 crisis to date.

4929.4 [REDACTED] advised of the following:

- Vacant possession of the Boston Sidings site has been given to the developer.
- The Multi Annual Contract (MAC) 2020-2024 has been signed and sealed by the DTTAS and returned to Iarnród Éireann.

4930 ADVISORY/POLICY

4930.1 Audit and Risk Committee (ARC)

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

4930.2 The Chairman of the ARC, [REDACTED] advised of the following:

- Deloitte reported on the findings of the 2019 audit. Other than the Going Concern issue, there were no material matters to note.
- Due to the outstanding Going Concern issue, the Committee was not yet in a position to recommend the Financial Statements for 2019 for the approval of the Iarnród Éireann board.
- A private session with the external auditors will not take place until these matters have been finalised.
- Due to the outstanding Going Concern issue, Deloitte's Auditor's Report has not yet been finalised.

4930.3 Draft 2019 Annual Report

The Draft 2019 Annual Report previously circulated was taken as read and noted.

4930.4 The Chairman asked if the Chief Executive's Report contained within the draft Annual Report was longer than required and suggested that this should be reviewed. [REDACTED]

4930.5 [REDACTED] advised that the audit went according to plan and there were no surprises. He highlighted the following matters:

- The management letter from Deloitte recommended that Iarnród Éireann formalise and document a "margin for uncertainty" policy that would be consistent with the rest of the CIE Group. This has an impact on the claims provision.
- The Statement of Comprehensive Income contained in the draft 2019 Annual Report contains a tax charge of [REDACTED] for 2019 relating to tax on rental income.

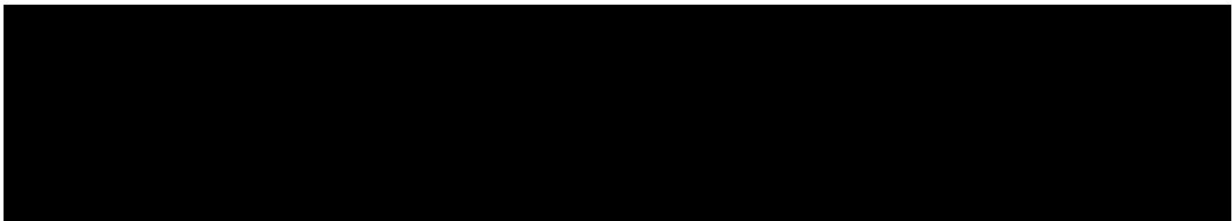
4930.6 The Chairman thanked the ARC, [REDACTED] and his finance team for the work carried out in respect of the 2019 Financial Statements.

4930.7 Draft Chief Executive's Comprehensive Report

The Draft Chief Executive's Comprehensive Report to the Chairman previously was taken as ready and noted.

4930.8 [REDACTED] advised that this had been noted at the recent ARC meeting also. He added that no non-compliant procurements were recorded.

4930.9



4930.10 Revised 2020 Budget

The revised Budget for 2020 previously circulated was taken as read and noted.

4930.11 [REDACTED] advised that this had been noted at the recent ARC meeting. However, the board acknowledged that due to Covid-19 matters are likely to get worse now.

4930.12 Board Safety Committee (BSC)

The Chairman stated that he had been advised by [REDACTED] of a recent meeting that she had with [REDACTED], the Chief Executive, [REDACTED] and the Strategic Safety Manager, [REDACTED]. She confirmed that she was happy that all implications of Covid-19 were being well handled from a safety and compliance aspect and that the safe operation of Iarnród Éireann was not in any way compromised.

4930.13 Cyber Security

The memorandum previously circulated was taken as read and noted.

4930.14 [REDACTED] advised that lot of focus had been placed by CIE on the issue of cyber security. New standards and legislation are emerging to help businesses better protect themselves e.g. the Purchase Card Industry Data Security Standard (PCI-DSS) relating to credit cards. Iarnród Éireann is now fully compliant with this standard for the first time. However, the environment is continuously changing and more will have to be done to remain compliant for the next audit.

4930.15 Accessibility Programme (Work Package A)

The memorandum previously circulated was taken as read and noted.

4930.16 Property Item

The memorandum previously circulated was taken as read and noted.

4930.17 The board gave its approval for the grant of a 10 year lease of Spa Level Crossing Cottage, Castleconnell, Co. Limerick, to the current caretaker and Iarnród Éireann employee, [REDACTED] at an annual rent of [REDACTED] and to subsequently sell the property to her for a consideration of [REDACTED] minus the sum of all the rental payments made under the lease.

It was noted that:

- Upon commencement of the lease, the lessee will be responsible for all maintenance and outgoings, therefore relieving Iarnród Éireann of liability for the premises.
- The price reflects a current market valuation of [REDACTED] credited by [REDACTED] to reflect 32 years' occupation.

4930.18 Quarterly Risk Report

The Quarter 1 Risk Report previously circulated was taken as read and noted.

4930.19 Matters discussed included the following:

- Risk associated with the Covid-19 pandemic.
- The Brexit risk has reduced because all hard and soft scenarios have been planned for. Work with Translink has progressed and Commission for Railway Regulation (CRR) sign off is awaited.
- This report was not considered at the BSC meeting due to timing issues. It will be considered at the next BSC meeting.

4930.20 [REDACTED] asked that a review take place of Tables 4.7 and 4.8 contained in the Risk Report. She felt that some of the language may misrepresent the factual position. She argued that studies and analyses do not reduce risk. Actual actions are required. [REDACTED] agreed stating that highlighting ongoing activities to control risk does not necessarily result in a reduction of risk. It was agreed that this matter should be followed up by [REDACTED] and [REDACTED].

4931 CAPITAL EXPENDITURE

4931.1 Capital Expenditure Proposals

The 13 memoranda previously circulated were taken as read and noted.

4931.2 Closure of XL061 and Construction of an Underpass on the Limerick/Limerick Junction Line

The board gave its approval for the construction of an underpass at a total cost of [REDACTED] including reasonable legal costs, contingencies of [REDACTED] and the possible transfer of 9.23 acres of CIE land to [REDACTED], in order to allow the closure of Level Crossing XL061 on the Limerick / Limerick Junction Line.

It was noted that funding for this project is provided under the MAC.

4931.3 On Track Machine (OTM) Refurbishment

The board gave its approval for expenditure of [REDACTED] for the carrying out of mid-life refurbishments on the following OTMs:

- Tampers 742, 743, 744 and 751 and
- Ballast Cleaner 781.

It was noted that:

- The timing of the delivery of this project will be subject to the availability of funding.
- The funding source for the purchase of these machines is the Infrastructure Manager MAC.

4931.4 Upgrade of Berth 3 at Rosslare Europort – Preliminary Design and Planning

The board gave its approval, subject to the availability of funding, for expenditure of [REDACTED] to undertake the preliminary design and planning and statutory process (Phases 2 and 3 of the Project Management Procedures) for the Berth 3 Upgrade Project at Rosslare Europort.

It was noted that the project will be funded from own resources when available.

4931.5

[REDACTED]

It was noted that this project will be funded from own resources when available.

4931.6 Bray Staff Accommodation – Planning and Design

The board gave its approval for expenditure of [REDACTED] to progress feasibility, preliminary design, planning, detailed design and tender action (Phases 1 – 4 of the New Works Project Management Procedures) for the redevelopment of the station buildings in Bray to facilitate expanded and improved accommodation for drivers and other operational staff.

It was noted that this project is to be funded in 2020 by the IM MAC as part of the capital expenditure projects [REDACTED] transferred to IM in 2020.

4931.7 Kent Station, Cork – Through Platform Feasibility Study

The board gave its approval for expenditure of [REDACTED] is in eligible for NTA funding) for the project concept, feasibility and option selection stage (Phase 1 of the Project Management Procedures for a through running platform (Mallow – Middleton/Cobh) at Kent Station, Cork.

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

4931.8 Redevelopment of Ceannt Station, Galway

The board gave its approval for expenditure of [REDACTED] is ineligible for NTA funding) for the detailed design and tender process (Phase 4 of the Project Management Procedures) for the redevelopment of Ceannt Station, Galway.

It was noted that this project is subject to funding from the NTA.

4931.9 Upgrade of Colbert Station, Limerick

The board gave its approval for expenditure of [REDACTED] is ineligible for NTA funding) for the detailed design and tender process stage (Phase 4 of the Project Management Procedures) for the upgrade of Colbert Station, Limerick.

It was noted that this project is subject to funding from the NTA.

4931.10 Galway/Athenry Capacity Feasibility Study

The board gave its approval for the expenditure of [REDACTED] is ineligible for NTA funding) for the concept and feasibility stage (Phase 1 of the Project Management Procedures) for a Galway Capacity Study.

It was noted that this project is subject to funding from the NTA.

4931.11 Accessibility Programme – Edgeworthstown Station (Construction Stage)

The board gave its approval for expenditure of [REDACTED] is ineligible for NTA funding) to complete the construction of a new footbridge with lifts and associated works at Edgeworthstown Station (Phases 5 and 6 of the Project Management Procedures).

It was noted that this project is subject to funding by the NTA.

4931.12 Sallins and Naas Station – Car Park Lease Agreement

Subject to there being a separate dedicated funding stream for this project from the NTA, the board gave its approval to support CIE in entering into a 10 year lease agreement, with an option to renew the term for five years on expiry of the first term and for a further five years at the expiry of the second term, for a 202 space underground car park in the Waterways Development adjacent to Sallins and Naas Station.

It was noted that:

- The rent is [REDACTED] with five yearly reviews.
- The lease also includes a capital contribution in 2020 of [REDACTED], with capital costs being fully funded by the NTA in 2020.
- The estimated cost to Iarnród Éireann is [REDACTED], commercial rates, operations, maintenance and revenue. The NTA have confirmed that they will provide compensation to Iarnród Éireann each year for such cost, either through a funding stream to Iarnród Éireann or by incorporation of the fare adjustment calculations.

4931.13 Connolly Station – Additional Funding for the Retail Units and Customer Service Unit Project

The board gave its approval for an increase in expenditure of [REDACTED] in respect of the Retail Units and Customer Service Unit Project at Connolly Station.

It was noted that:

- This increase in expenditure is in addition to the previously approved budget of [REDACTED] bringing the total capital expenditure approved for the project up to [REDACTED] over the approved budget)
- This additional funding will allow the closeout of the final account for the main contractor responsible for the delivery of the construction of the works.
- This project is subject to funding from CIE and it was agreed that this paper needed to be expanded before it is submitted to the CIE Board for approval. [REDACTED]

4931.14 DART Expansion Preliminary Design, Statutory Approval and Tender Preparation – Scope Change and Potential Scope Change

The board gave its approval to increase the scope of the DART Expansion Programme to include items requested by the NTA, thus increasing the approved expenditure received under the DART Expansion Project – Preliminary Design, Statutory Approval and Tender Preparation (Phases 2, 3 and part 4) from [REDACTED].

The board noted:

- The additional potential changes over and above those identified in the baseline business case.
- That the project is subject to funding by the NTA.

4931.15 Closeout Reports

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

4931.16 The board gave its approval for the closeout of the following projects:

- (i) IM Cuttings and Embankments Works 2011.
- (ii) Connolly Headquarters Building – Renewal of Mechanical and Electrical Systems
- (iii) Integrated Ticketing System (ITS) Phase 3 B – Leap Rollout ePurse Cork
- (iv) Chief Mechanical Engineer Heavy Maintenance 2019.
- (v) HR Payroll Replacement Project.
- (vi) [REDACTED].

(vii) Accessibility Programme 2018.

4932 ADMINISTRATIVE ITEMS

4932.1 Transactions for Approval, Sealing and Signing

The transactions (15) for approval and sealing at the meeting were approved and it was agreed that they would be sealed as soon as is practicable. **Appendix I**

The transactions (3) for approval and signing at the meeting were approved and it was agreed that they would be signed as soon as is practicable. **Appendix II**

4932.2 Corporate Governance Document

The memorandum previously circulated was taken as read and noted.

4932.3 The board noted the modifications to the document entitled "Roles and Duties of the Board" and the update of the Directors' Manual accordingly.

4932.4 Shareholder Letter of Expectation

The Shareholder Letter of Expectation to the CIE Chairman dated 10th January 2020 and CIE's response dated 6th March 2020 previously circulated were taken as read and noted.

4933 ITEMS FOR NOTING

4933.1 Report to the Minister

The Report to the Minister following the board meeting on 4th February 2020 previously circulated was taken as read and noted.

4933.2 Minutes of Advisory Group/Committee Meetings

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

- Strategy Advisory Group Minutes 21st October 2019.
- Information Technology Advisory Group Minutes 19th November 2019.
- Audit and Risk Committee Minutes 25th November 2019.

4933.3 Rolling Agenda

The up to date Rolling Agenda previously circulated was taken as read and noted.

4934 PROCUREMENT

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

4934.1 Procurement Report

The Procurement Report for Period 2 2020 previously circulated was taken as read and noted.

4934.2 Contracts

The 12 memoranda previously circulated were taken as read and noted.

4934.3 Fuel Management and Distribution Services

The board gave its approval for the award of a contract to Reynolds Logistics, the incumbent, for the provision of fuel management and distribution services to Iarnród Éireann, Bus Átha Cliath and Bus Éireann.

It was noted that:

- The proposed duration of the contract is three years with an option to extend by a further year.
- The estimated value of this contract, including the optional year, is [REDACTED] based on an estimated distribution of 92 litres of diesel p.a.
- The total non-recoverable VAT is estimated at [REDACTED]
- The funding source for this contract is the operational budget split between Iarnród Éireann, Bus Átha Cliath and Bus Éireann.

4934.4 Maintenance of On-Board Toilets and HVAC Systems

The board gave its approval for the award of the following contracts to David Rees Ltd., the incumbent:

- Lot 1: Provision of on-board toilet maintenance services at an estimated annual contract value of [REDACTED]. The estimated non-recoverable VAT is [REDACTED]

- Lot 2: Provision of heating ventilation and air conditioning (HVAC) system maintenance services at an estimated annual contract value of [REDACTED]. The estimated non-recoverable [REDACTED]

It was noted that:

- The proposed duration of each contract will be five years with an option to extend by a further two years on an annual basis.
- The contracts will be funded from annual running and heavy maintenance budgets.

4934.5 Security Services

The board gave its approval for the award of a contract to OCS, the incumbent, for the provision of security services.

It was noted that:

- The scope of this contract also includes the security requirements of the CIE Holding Company.
- The proposed contract term is three years with an option to extend for an additional period of up to two years.
- The total estimated cost of services over five years is [REDACTED].
- The non-recoverable [REDACTED].
- The funding source of this contract is Iarnród Éireann's operational budget.

It was agreed that [REDACTED] would provide feedback to the Security Advisor on security issues. [REDACTED]

4934.6 Supply of Customer Information Signs

The board gave its approval for the award of a contract to Daktronics, without a call for competition, for the continued supply of customer information signs (CIS) and associated software, control equipment, maintenance and spare parts.

It was noted that:

- The aggregated value of orders placed under derogations since January 2015 has reached [REDACTED] expected until June 2021 to facilitate a programme of maintenance and obsolescence renewals.
- The use of the negotiated procedure to procure this service without a prior call for competition is in accordance with Article 50 of the Utilities Directive 2014/25/EU.
- The funding source for ongoing maintenance and repairs will be the MAC and maintenance.

The Chairman asked that it be ensured that the CIS can cater for a wide variety of disabilities including those who are visually impaired. He also asked that the CIS provide for the Irish fada. [REDACTED]

4034.7 Points Heating System

The board gave its approval for the award of a contract to Graybar Ltd., without a call for competition, for the continued supply of point heating equipment.

It was noted that:

- The aggregated cost under derogation since 2006 has reached [REDACTED] with a further [REDACTED] expected until January 2025 to facilitate the ongoing maintenance of equipment at existing locations and the proposed rollout of this equipment to additional sites.
- The use of the negotiated procedure to procure this equipment without a prior call for competition is in accordance with Article 50 of the Utilities Directives 2014/25/EU.
- The funding source for ongoing maintenance and repairs will be the MAC while requirements for re-signalling projects will be subject to funding approval.

4934.8 Location Case Equipment

The board gave its approval for the award of a contract to STT Solutions Ltd, without a call for competition, for the continued supply of trackside signalling equipment enclosures.

It was noted that:

- The estimated value of requirements between April 2020 and April 2025 is [REDACTED] excluding VAT.
- The use of the negotiated procedure to procure this equipment without a prior call for competition is in accordance with Article 50 of the Utilities Directives 2014/25/EU.
- The funding source for ongoing maintenance and renewals will be the MAC while requirements for re-signalling projects will be subject to funding approval.

4934.9 Supply of Oils, Lubricants, Greases and Coolants

The board gave its approval for the establishment of a multi lot agreement covering the supply of various oils, greases and coolants and lubricants commonly used as part of the preventative maintenance cycle for rolling stock.

It was noted that:

- It is proposed to establish a three year agreement covering 19 lots as outlined in the table below with an option to extend the term annually up to a maximum of five years.
- The estimated value of this contract including the extension options is [REDACTED] excluding VAT.
- The non-recoverable VAT is estimated at [REDACTED]. This value may increase or reduce in accordance with the fleet maintenance requirements
- The funding source for this contract will be from the Chief Mechanical Engineering Maintenance budget.

Supplier	Lots	Total for all awarded lots (Five year period)
Gem Oils	12,16,18	[REDACTED]
Fuchs Lubricants	2,6,9,10	[REDACTED]
Maxol	1,3,4,13,14	[REDACTED]
Finol Oils	7,17,19	[REDACTED]
Total Fluid Solutions	8	[REDACTED]
Triska Energy	5	[REDACTED]
CC Lubricants	15	[REDACTED]
O'Brien Oil Products	20	[REDACTED]

4934.10 Sleeper Fastening System (W14)

The board gave its approval for the award of a contract to Vossloh Fastening Systems GmbH for the supply and delivery of sleeper fastening systems (W14).

It was noted that:

- It is proposed to award a one year fixed price contract with the option to extend annually for up to a maximum of three years.
- The estimated value of [REDACTED]
- The non-recoverable VAT is estimated at [REDACTED]
- Should Iarnród Éireann utilise the extension options, it is estimated that the total value over the term of the contract would amount to [REDACTED] including non-recoverable VAT.
- The funding source for this contract is the MAC.

4934.11 CCTV Cameras and Associated Hardware and Software

The board gave its approval for the award of a contract to Northwood Technology Ltd., the incumbent, for the provision of high definition (HD) cameras.

It was noted that:

- The term of the agreement will be three years with an option to extend for up to a further two years.
- The total estimated cost based on a maximum duration of five years is [REDACTED] excluding VAT.
- The non-recoverable VAT is estimated at [REDACTED].
- The estimated value is based on projected spend over the term of the framework agreement. This value may increase or decrease in accordance with business requirements.
- The funding source for this contract is IM Maintenance and the MAC.

4934.12 Lifts and Escalators

The board gave its approval for the grant of delegated authority to the Chief Executive to approve:

- (a) The establishment of a multi-party framework agreement for the supply and installation of lifts, escalators and the renewal of lift control systems.

It was noted that:

- The initial term of the framework agreement will be three years with an option to extend for an additional period of up to two years.
- The total anticipated spend over the five year duration of the framework is estimated to be [REDACTED]

- (b) The award of the first call off contract under this framework agreement for the Lift Renewal Programme Phase 1 2020.

It was noted that the anticipated value for this contract will exceed [REDACTED].

It was noted that the funding source for the above is the NTA.

4934.13 DART Expansion Project – Kildare Line (WP4) Consultancy Services

The board gave its approval for the award of a contract for multi-disciplinary design consultancy services for the Kildare Line, Work Package 4 of the DART Expansion Programme, to Atkins & Typsa – TUC Rail (a consortium) to prepare the design, undertake the environmental impact assessment and manage the Railway Order process at a cost of [REDACTED] excluding VAT.

It was noted that:

- There are additional optional services for future phases, subject to future board approvals:
 - Production of the construction stage tender documents and management of the construction stage procurement process at a cost of [REDACTED] and
 - Design support during construction at a cost of [REDACTED].
- The funding source for this contract will be the NTA as part of the National Development Plan Programme.

4934.14 Customer First Programme – Proposed Development Roadmap

Following discussion it was agreed that this proposal would be withdrawn as the board required greater assurance on the value for money issue.

4934.15 Selection and Award Criteria

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

4934.16 Building Services Qualification System

The board gave its approval for the selection and award criteria as presented to facilitate the establishment of a Qualification System for the provision of building services in the following lots:

- Lot 1: Building services up to [REDACTED] (non-heritage related).
- Lot 2: Building services up to [REDACTED] (heritage related).
- Lot 3: Building services greater than [REDACTED] (non-heritage related).
- Lot 4: Building services greater than [REDACTED] (heritage related).

It was noted that:

- It is proposed to establish a three year qualification system with an option to extend for up to two additional years.
- The estimated aggregate value of contracts to be awarded under the qualification system is expected to exceed [REDACTED].

4934.17 DART Expansion Project – Coastal Line (WPs 5 and 6) Consultancy Services

The board gave its approval for the selection and award criteria as presented for the procurement of consultancy services for DART Coastal Line Work Packages 5 and 6 of the DART Expansion Programme to:

- Prepare the DART Coastal, Northern and Southern Lines, preliminary designs, Environmental Impact Assessment and Railway Order submissions.
- Manage the Railway Order processes.
- Production of the detailed design and tender preparation.
- Options to be included for managing the construction stage tender process and design support during construction, the award of which are subject to the receipt of additional funding approval.

It was noted that:

- The above activities, excluding the options, are provided for in the DART Expansion June 2019 board approval of [REDACTED] of which a budget provision of [REDACTED] is allocated.
- The funding source for this contract will be the NTA as part of the National Development Plan Programme.

4934.18 Framework Agreement for Station Accessibility and Infrastructure Upgrades and Car Park Development Consultancy Services

The board gave its approval for the selection and award criteria as presented for the proposed establishment of a multi-party framework agreement in two lots:

- Lot 1: Station Accessibility and Infrastructure Upgrade Consultancy Services.
- Lot 2: Car Park Development Consultancy Services.

It was noted that:

- The proposed duration of this framework agreement is four years.
- The estimated value for Lot 1 is [REDACTED] excluding VAT while the estimated annual value for Lot 2 [REDACTED].
- The total estimated value for both lots over the term of the framework agreement is [REDACTED] excluding VAT.
- The funding source for this contract is the NTA as part of the National Development Plan Programme (Accessibility Programme and Car Park Expansion Programme 2020 to 2024).

4934.19 Contract Awards greater than [REDACTED] during 2019

The memorandum previously circulated was taken as read and noted.

4934.20 Procurement Schedule for 2020

The Procurement Schedule for 2020 previously circulated was taken as read and noted.

[REDACTED] left the meeting at this time.

4935 **ANY OTHER BUSINESS**

4935.1 [REDACTED] advised the board of a [REDACTED]. He stated that for the first time ever, staff had asked him to seek an inquiry to ascertain if anything had happened within Iarnród Éireann that may have contributed to this tragedy.

[REDACTED] stated that Iarnród Éireann is looking into the matter. An internal review is taking place to see if anything happened internally which may have contributed and whether any lessons could be learned or where procedures could be improved.

[REDACTED] stated that it is important to help staff who have mental health issues.

4936 **DATE AND LOCATION OF NEXT MEETING**

Tuesday 19th May 2020 at 9.30am in Heuston Station.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SEALING

1. Closure Agreement in duplicate with [REDACTED], in order to close Level Crossing XM258 at 154 miles 800 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED].
2. Closure Agreement in duplicate with [REDACTED], in order to close Pedestrian Level Crossing XL015 at 5 miles 1,005 yards on the Limerick to Waterford Railway Line, for a consideration of [REDACTED].
3. Closure Agreement in duplicate with [REDACTED], in order to close Field Level Crossing XL081 at 25 miles 1,688 yards on the Limerick to Waterford Railway Line, for a consideration of [REDACTED].
4. Closure Agreement in duplicate with [REDACTED], in order to close Pedestrian Level Crossing XL035 at 11 miles 808 yards on the Limerick to Waterford Railway Line, for a consideration of [REDACTED].
5. Lease in duplicate with Eason & Son Ltd., for Unit 5 Heuston Station, Dublin 8, for a term of 10 years for a rent of [REDACTED] on sales, except it shall be 1% gross turnover on lottery sales, call credit, leap cards and tobacco sales, subject to review every five years.
6. Licence in duplicate to grant Laois County Council permission to construct a pedestrian walkway over Level Crossing XCC001 (Coolnamona Branch) in Clonminham Industrial Estate, Portlaoise, at 0 miles 1,240 yards on the Portlaoise to Waterford Railway Line, for a licence period of 50 years, for a contribution of [REDACTED].
7. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the purchase of 14.8 acres of land from her and her agreement to the closure of Level Crossing XS058 at 83 miles 820 yards on the Mullingar to Sligo Railway Line, for a consideration of [REDACTED].
8. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the sale of 14.8 acres of land to him and his agreement to the closure of Level Crossing XS058 at 83 miles 820 yards on the Mullingar to Sligo Railway Line, for a consideration of [REDACTED].
9. Closure Agreement in duplicate with [REDACTED] in relation to the closure of XA049(P) at 56 miles 700 yards on the Portarlinton to Athlone Railway Line for a consideration of [REDACTED].
10. Licence in duplicate with Irish Water, for the installation, testing, maintenance and use of one 400mm diameter watermain pipe, at Craughwell, Co. Galway, at 55 miles 1,497 yards on the Limerick to Athenry Railway Line, for a licence period of 250 years, for a licence fee of [REDACTED].
11. Licence in duplicate with EuNetworks Ireland-Private Fiber Ltd., for the installation, testing, maintenance and use of single fibre optic cable in an existing duct in OBB32A at 10 miles 1,615 yards at Donabate, on the Dublin to Belfast Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED], subject to review in accordance with the Consumer Price Index every five years.
12. Licence in duplicate with Transport Infrastructure Ireland for the design and construction of a new bridge at Overbridge OBC414B on the M8/N25 Dunkettle Interchange, on the Cork to Cobh Railway Line, for a consideration of [REDACTED].
13. Licence in duplicate with Transport Infrastructure Ireland for the design and construction of a new bridge at Overbridge OBC414C on the M8/N25 Dunkettle Interchange, on the Cork to Cobh Railway Line, for a consideration of [REDACTED].
14. Licence in duplicate with Transport Infrastructure Ireland for the design and construction of a new bridge at Overbridge OBC416D on the M8/N25 Dunkettle Interchange, on the Cork to Cobh Railway Line, for a consideration of [REDACTED].

15. Licence in duplicate with [REDACTED] to grant him permission to install one foul sewer and one water main beneath Level Crossing XW157 at 51 miles 176 yards on the Kilkenny to Waterford Railway Line, for a licence period of 250 years, for a licence fee of [REDACTED]

Company Secretary
Iarnród Éireann
31st March 2020

TRANSACTION FOR APPROVAL AND SIGNING

1. Supplemental Licence Agreement in triplicate with Limerick City and County Council to amend Licence Agreement dated 4th May, 2016, in order to permit the Council to cease operating a portion of the North Kerry Greenway at Coolybrown, Co. Limerick.
2. Licence, single copy, with Cork County Council, to enable the council construct and operate a greenway along the route of the closed railway line from Midleton Railway Station to Youghal Railway Station, for a term of 20 years, for a licence fee of [REDACTED]
3. Licence in duplicate with [REDACTED], for the temporary use of lands required in relation to the construction of a new train station at Pelletstown, for a licence period of 18 months from the date of this licence, for a licence fee of [REDACTED].

Company Secretary
Iarnród Éireann
31st March 2020

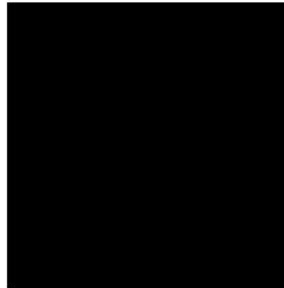
STRICTLY PRIVATE AND CONFIDENTIAL

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

IARNRÓD ÉIREANN - IRISH RAIL

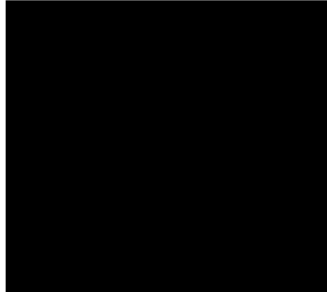
**MINUTES OF THE THREE HUNDRED AND FORTYFIRST BOARD MEETING
HELD IN DUBLIN BY MS TEAMS AT 9.30 AM ON TUESDAY 19TH MAY 2020**

PRESENT:



Chairman
Director
Director
Director
Director
Director
Director
Director
Director

IN ATTENDANCE:



Chief Financial Officer
Commercial Director
Director Infrastructure Manager
Company Secretary
Director Railway Undertaking
Acting Chief Procurement Officer (part)
Chief Executive
Director Capital Investments
Chief Executive, CIÉ

MIN NO.

4937 CONFLICTS OF INTEREST

No conflicts of interest were declared.

4938 CHAIRMAN'S COMMENTS

4938.1 The board noted the recent death of the former Chairman, [REDACTED] and expressed its condolences. The board acknowledged the contribution which [REDACTED] made to Iarnród Éireann during his long tenure.

4938.2 The board noted that [REDACTED] term as a director is due to expire on 11th June 2020. The board acknowledged and expressed their appreciation to [REDACTED] for the contribution he had made to date to the company. The Chairman advised that he and the Chief Executive had contacted the Department of Transport, Tourism and Sport (DTTAS) advising that they would welcome the reappointment of [REDACTED] for a second term. A response is awaited.

4938.3 The Chairman thanked [REDACTED] for advising the board at its last meeting of a respected colleague who had died in tragic circumstances. He stated that [REDACTED] is conducting a review to ascertain whether sufficient support had been provided to this colleague who was going through a difficult transition. The review is to consider whether additional efforts are required in similar circumstances.

4938.4 Given that private sessions of the board had not taken place since moving to on-line meetings, the Chairman stated that he spoke to directors individually prior to the meeting to give them an opportunity to raise any issues or seek any clarifications. He added that directors were welcome to ring him at any stage if they have any issues to raise.

4939 MINUTES

4939.1 The Minutes of the meeting held on 31st March 2020 previously circulated were taken as read noted. It was agreed that they would be signed by the Chairman as soon as is practicable as a true record of the proceedings subject to the following amendment:

Minute 4927.5

Amend:

"Following this he would then be in a better position to discuss potential changes."

to:

"Following this he and [REDACTED] would then be in a better position to discussed potential changes".

4939.2 Outstanding Action Items

The memorandum previously circulated was taken as read and noted.

4939.3 Item 619

The Chairman stated that the issue of continuous professional development for directors is on his "To do List".

4939.4 Item 620

[REDACTED] advised that she had sent a report to directors on how to assist people with hidden disabilities and how to address less obvious things that cause people distress. She asked for this to be followed up and stated that she would circulate it again in case anyone had not seen it.

4939.5 Item 622

[REDACTED] stated that this item covers predictive maintenance and asked for it to be incorporated into the ICT strategy.

[REDACTED] joined the meeting at this time.

4939.6 Item 589

In response to the Chairman, [REDACTED] advised that a fleet options proposal is unlikely to be finalised before the year end due to site visit and other delays caused by COVID-19 containment restrictions. The Chairman stated that any decision in this regard is likely to be more complex now. In the coming months the Government will be considering what it can afford in public transport investment. This issue needs to be high up on their priority list. Indicative costs will be required for the fleet option that Iarnród Éireann wants to select. [REDACTED] advised that there had been numerous requests from potential tenderers for changes to the contract which has resulted in delay. Therefore, the difference between DMU and BEMU prices will not be known until final tenders are received at the end of July/August. However, an alternative strategy to the DART Expansion Programme and early delivery of fleet will be a top priority.

4940 STRATEGY

4940.1 Capital Investment Update

The memorandum previously circulated was taken as read and noted.

4940.2 [REDACTED] presented his report and the following matters were discussed:

- The contract for the preparation of a traditional business case for the DART Expansion Project has been awarded to AECOM. It was acknowledged that there is uncertainty about the [REDACTED] the proposed upgrade of the electrification system south of Bray. However, amendments can be made to the business case before the target date for submission in October 2020. It was noted that final decisions on these items could have a big impact on the cost of the project.
- A strategy is being prepared to address the derogation for accessibility in compliance with the EU Directive 1371. However, the DTTAS interpretation of this Directive is different from that of Iarnród Éireann. The Directive requires all new works (rather than existing infrastructure) to be accessible. An acceleration in accessibility funding is required. However, an application for same will not be issued to the National Transport Authority (NTA) until there is more certainty regarding the availability of funding following the COVID-19 crisis.
- The DTTAS is leading a study into high/higher speed rail to assess options for an independent high-speed rail line serving Belfast, Dublin and Cork. [REDACTED] sits on the steering group for this study which the DTTAS is paying for. It is likely that the cost of a high/higher speed

rail line would be unaffordable at this time. In addition, it would have to be ensured that any such line would not be detrimental to the regions through which it would pass.

4940.3 Train Protection System (TPS) Project

The memorandum previously circulated was taken as read and noted.

4940.4 [REDACTED] presented his report and matters discussed included the following:

- Assurance is required that the TPS Project remains within a tolerable risk level given the critical technical issues which have arisen. Some of these are due to the large bespoke element leading to a hybrid system.
- The two main outstanding issues relate to signal / noise ratio and automatic train protection (ATP) code reliability.
- The cost of modifying the ATP code to ensure reliable operation of the Iarnród Éireann hybrid system (IEHS) is high and would have an unacceptable impact on operations. Therefore, it is proposed to drop this.
 - Due to work carried out in recent months, the risks associated with the code reliability issue can be mitigated for three fleets and further testing is required to demonstrate this for the remaining fleets.
 - The application to the Commission for Railway Regulation (CRR) will have to address all risks and active engagement with the CRR is required to address any of its concerns.
 - Dispensing with ATP will cause a delay to the roll out of the project and details of this would need to be clarified as soon as possible.
- It was suggested that consideration should be given to dispensing with the Continuous Automatic Warning System (CAWS) system also as retaining it to facilitate the migration strategy increases the cost of the TPS Project by 15%. In addition, signalling will have to change in the long term anyway e.g. on the Maynooth Line.
- It was suggested that if both ATP and CAWS are dispensed with in the long term, then this would amount to a de facto European Train Control System (ETCS) Level 1. However, if the ETCS option is chosen in the short term then the project would have to be re-tendered. Therefore, ETCS should be considered as an alternative option if problems arise with this proposed option (to drop ATP).
- It was agreed that dropping ATP amounts to a change in the original scope of the project.
- If a project scope needs to change it should be done in a formal and structured way requiring a board decision on the matter.
- Internal consultation is required with the Chief Mechanical Engineer and the Director Infrastructure on the specific objectives included in the original project scope.
- [REDACTED]
- The recent work carried out to identify solutions for the critical technical issues which have arisen has led to a better understanding of code and noise issues. This puts the team in a better position to manage the risk associated with the TPS Project. Therefore, [REDACTED] felt confident that the project could be delivered. However, he stated that he did not want to be considered as over-optimistic in this regard.
- [REDACTED] stated that problems could arise during the migration to TPS on even one fleet which could prove very costly. She suggested that the external advisors should consider this very carefully and in particular what documentation would be required to satisfy the CRR. [REDACTED] agreed to provide more detail in this regard. [REDACTED]

4940.5 Following further discussion it was agreed that a full review of the scope of the project should be carried out covering the impact of scope changes on the roll out schedule, the budget and on safety and quality standards. [REDACTED]

4940.6 The Chairman emphasised that, in particular for major long term projects, scope changes must come back to the board for approval. Internal procedures should reflect this requirement.

4940.7 DART Expansion Project Governance Structure

The memorandum previously circulated was taken as read and noted.

4940.8 [REDACTED] explained that the memorandum presented to the board demonstrates the proposed corporate governance structure for the DART Expansion Project. It recognises the Project Board (comprising of both Iarnród Éireann and NTA members) and outlines the role of the NTA. The NTA steering group and the Iarnród Éireann steering group are amalgamated in order to avoid confusion.

4940.9 The board gave its approval for the proposed governance structure as presented. However, it requested another paper for the next meeting outlining the following:

- How would quality gateways operate?

- At what stages in the project would the gateways appear?
- At what stage does granularity apply with respect to the gateway process?
- It should be made clear that the project cannot proceed to the next stage until all outstanding issues from the previous stage have been addressed.
- It should be made clear as to who has the authority to permit the project to proceed from one stage through the gateway into the next stage.
- The specific decisions that can be made by each decision making group within the governance structure should be clearly outlined.
- The elevation process needs to be clear if the project is not going according to plan.

4941 CHIEF EXECUTIVE'S REPORT

4941.1 The Chief Executive's Report previously circulated was taken as read and noted.

4941.2 [REDACTED] presented his report and referred to the following matters:

- Signal passed at danger (SPAD) in Connolly Station.
- Two employee lost time accidents involving minor foot injuries when employees were handling rail.
- Drugs and alcohol testing will recommence. Testing targets will be met by the year end.
- There was one post incident drugs and alcohol test recently which was inconclusive. It was sent to the laboratory resulting in a change by the Chief Medical Officer to the medication being used by the safety critical employee.
- A wrong side failure occurred on the Ballybrophy Loop due to a dirty railhead which developed as a result of the timetable reduction because of COVID-19. The timetable has since been altered to prevent a recurrence.
- Revenue protection testing targets have not been met due to the reduction in passenger numbers as a result of COVID-19.
- As at 12th May 2020 a total of 266 staff members had to self-isolate. This includes three COVID-19 confirmed cases amongst staff, all of whom have since returned to work. 19 staff members remain in self isolation / self-quarantine.
- Approximately 25% of the workforce is working from remote locations due to COVID-19.
- The cost to the company of COVID-19 up to 8th May 2020 is [REDACTED] including [REDACTED] in payroll costs due to non-active days.
- Passenger numbers are at approximately 93% below normal levels. Incremental timetable changes will be phased in as social distancing restrictions are lifted. However, retention of the 2 metre social distancing guideline will restrict the company's ability to add significant capacity back onto the network. The CIE Group has submitted a document to the DTTAS and to the NTA highlighting this issue and suggesting the use of face coverings on public transport.

4941.3 The board agreed that staff attendance levels were exceptionally good given the number of frontline workers. This reflects the competence of the COVID-19 response team, the procedures put in place and the excellent staff response. This resulted in the lowest possible number of staff members who had to self-isolate.

4941.4 Matters discussed included the following:

- Remote working as a possible permanent feature in the future. However, better policies and procedures would be required first. The Chairman asked for this to be considered in a structured way because there are likely to be benefits. [REDACTED]
- A 2 metre social distancing requirement would not be practical on public transport. The Chairman stated that Iarnród Éireann should take steps to influence decision makers and encourage them to relax the 2 metre social distancing guideline. The compulsory wearing of facemask / face coverings should be considered as an alternative. Iarnród Éireann should lead the discussion on what would be a fair balance for its services. Initiatives should be adopted such as the provision of:
 - Signage advising of busy stations and busy times.
 - Screens and barriers.
 - Training to staff on how to use face masks properly.
- It was noted that some members of the public will not be able to use face coverings or facemasks for a variety of reasons and that tensions may arise amongst other passengers as a result.

- As customer travel patterns are likely to change in the future (especially if there is more remote working), long term planning has to take place. Future ticketing arrangements (e.g. Tax Saver) may have to change. [REDACTED] confirmed that he was in discussion with the NTA on the matter.

4941.5 Finance

[REDACTED] advised of the following:

- Passenger revenue for Period 4 2020 was down [REDACTED] on budget. However, this was compensated for by [REDACTED] more in public service obligation (PSO) payments than originally budgeted for Period 4.
- All of the advanced PSO payments have been booked. These will be recognised as PSO revenue in each period in line with emails received from the NTA and agreed with Chief Financial Officer of the NTA.
- Total revenue for Period 4 2020 was [REDACTED] down on budget and on the same period in 2019.
- The cash flow forecast takes into account PSO receipts. The forecast was to generate cash of [REDACTED] in Period 4 whereas cash of [REDACTED] was generated.
- Shareholders' Funds have reduced by [REDACTED] year to date. Net assets as a percentage of called up share capital stands at [REDACTED] at the end of the period. This means that the company has been technically insolvent for two periods.
- The NTA has advised verbally that after mid-year the revenue shortfall will continue to be made good when the original PSO budget has been exhausted. This has not been confirmed in writing. This highlights the precarious financial position facing the company which would last only a few periods without the additional support.
- Deloitte and Iarnród Éireann are finalising the PAYE self-review submission for the Revenue Commissioners. A meeting will then take place to agree the final settlement figure. Deloitte will then issue a remediation document for Iarnród Éireann management action to prevent a recurrence. The amount of the expected settlement is not material in comparison to the total value of taxes paid by the company.
- The Financial Statements for 2019 have not been finalised yet due to the Going Concern issue arising from COVID-19.
- The highest assurance rating possible was received in respect of recent NTA capital and PSO audits.
- The value to the company of claims under the COVID-19 Income Support Scheme is less than [REDACTED] per week. It is a very complex scheme and required significant resources to implement it.
- [REDACTED] from CIE has been booked financed through the inter-company account in respect of work done on the Cork Line Relaying Project. However, as this will be depreciated over the life of the project it means that in effect Iarnród Éireann is funding the project itself. It has been agreed that there is no need for a paper to be submitted to the CIE Board in respect of this project.

4941.6 Commercial Department

In response to [REDACTED] explained how the Customer Satisfaction Monitor is carried out. The main reason for the drop in customer satisfaction (pre COVID-19) related to overcrowding on trains. The environment will be very different post COVID-19. However, regular pulse checks will need to be taken. Discussions are taking place with the independent research agency about the new type of research that will be required in the future.

4941.7 Infrastructure Manager (IM)

[REDACTED] stated that it was good to see the water refill facility at stations. However, the hygiene of these facilities will have to be carefully considered post COVID-19.

4941.8 In response to [REDACTED] query regarding lift maintenance, [REDACTED] advised that while routine maintenance continues to be carried out as normal, due to COVID-19 there was difficulty in getting the necessary personnel back to Ireland to complete work on the lift at Tara Street Station. In response to [REDACTED] advised that the public information in respect of the availability of lifts is updated twice a day.

4942 ADVISORY/POLICY

4942.1 Audit and Risk Committee (ARC)

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

- 4942.2 The Chairman of the Committee, [REDACTED], advised that she had a private conversation with the former Head of Group Internal Audit, [REDACTED], before he retired. He had no concerns to raise and was complementary of the progress that Iarnród Éireann had made in recent years.
- 4942.3 The Chairman stated that he had also spoken with [REDACTED] to thank him for the support and advice that he had given to Iarnród Éireann over many years. The board expressed its appreciation for the very professional work that he had carried out.
- 4942.4 **Draft Forecast for 2020 and Five Year Plan for 2021 - 2025**
The draft Forecast for 2020 and Five Year Plan for 2021-2025 previously circulated were taken as read and noted.
- 4942.5 [REDACTED] advised of the following:
- Context for the plan (impact of COVID-19).
 - Key assumptions underlying the plan.
 - Key variances between the forecast for 2020 and the original budget for 2020.
 - Key performance indicators (based on funding assumptions) for 2020 to 2025.
 - Weak Balance Sheet despite NTA indication of additional PSO funding to offset the revenue reduction.
 - Ten year direct award PSO contract.
 - Uninterrupted IM maintenance and renewal funding.
 - Suspension of the Cork Line Relaying Project so as to preserve Group cash balances.
- 4942.6 Matters discussed included the following:
- The key input to the plan relates to the assumptions used, particularly those in respect of passenger numbers. This will depend on social distancing guidelines.
 - [REDACTED] has been contributed by Iarnród Éireann to close the 2020 PSO funding gap.
 - Due to the cost to the Government to support the economy, Iarnród Éireann is likely to be asked for details of how it plans to mitigate costs.
- 4942.7 The board noted that the Forecast for 2020 and Five Year Plan for 2021-2025 would be submitted to the DTTAS and the NTA for discussion. It will then be brought back to board for approval following those discussions. [REDACTED]
- 4942.8 [REDACTED] advised that the ARC had agreed with the prudent approach taken in the preparation of the Five Year Plan.
- 4942.9 **Board Safety Committee**
The Report from the Chairman of the BSC previously circulated was taken as read and noted.
- 4942.10 The Chairman of the BSC, [REDACTED], advised that the recent meeting held on 8th May 2020 was a straightforward meeting. The Committee was satisfied with the COVID-19 related work that is being carried out. [REDACTED]
- 4942.11 **Human Resources Advisory Group (HRAG)**
The Report from the Chairman of the HRAG previously circulated was taken as read and noted.
- 4942.12 **Infrastructure Advisory Group (IAG)**
The Report from the Chairman of the IAG previously circulated was taken as read and noted.
- 4942.13 The Chairman commented that a lot of the report repeats the content of other reports with little further analysis.
- 4942.14 The Chairman stated that a draft report on the coastal defence strategy has been prepared by Arups. The estimated cost of interventions at all locations on the south side of County Dublin and in County Wicklow is around [REDACTED]. However, given the current funding environment the urgent interventions that are necessary should be prioritised.
- 4942.15 **Local Authority Rates**
The memorandum previously circulated was taken as read and noted.
- 4942.16 [REDACTED] advised that the Property Department is working hard to resolve outstanding rates issues in respect of the Period 2015-2019. It was noted that local authorities are trying to find funding and revenue wherever they can. This will become a more urgent issue for them now in the

current financial environment. The Chairman stated that this is a risk for Iarnród Éireann and needs to be carefully managed. He asked that the board be kept updated on the matter.

4943 CAPITAL

4943.1 Capital Expenditure Proposal

The memorandum previously circulated was taken as read and noted.

4943.2 DART Expansion Scope Change - New Fleet Consultations

The board gave its approval to increase the scope of the DART Expansion Programme to include the undertaking of research, consultation and concept testing services for the new fleet at an estimated cost of [REDACTED]

It was noted that:

- This expenditure will bring the total approved budget for the project to [REDACTED].
- The cost of these services will be funded by the NTA.

4943.3 Closeout Reports

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

4943.4 The board gave its approval for the closeout of the following projects:

- Closure of Level Crossing XG002 on the Maynooth Line (Reilly's Crossing)
- Car Park Expansion - Detailed design and tender for Maynooth Station.

4944 PROCUREMENT

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

4944.1 Procurement Report

The Procurement Report for Period 4 2020 previously circulated was taken as read and noted.

4944.2 Matters discussed included the following:

- The NTA has requested that Iarnród Éireann proceed with the commencement of works under the National Train Control Centre (NTCC) Construction Project and the supply of a Traffic Management System (TMS) for the new NTCC.
- The social distancing requirements and travel restrictions may result in delays and increased costs to these projects. It is intended that these contracts will be awarded on the basis of the tendered sums and any variations will be considered by Iarnród Éireann subsequently in accordance with the terms of the contracts. The alternative is to go back to the market but it is not considered that this would leave the company any better off.
- Pre contract meetings will take place to identify COVID-19 measures that the contractors will have to adopt and manage in order to mitigate costs and to avoid claims and variations. These will all have to be agreed before Letters of Acceptance are issued.
- Iarnród Éireann believes it has a strong and robust argument to defend the challenge being taken in respect of the GSMR Cab Radio contract.

4944.3 Contracts

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

4944.4 Maintenance and Overhaul of MTU 6H1800 Powerpack Units fitted to the Class 22000 Railcars

The board gave its approval to extend the term of the current contract with Webtech Faiveley - LH Group for the maintenance and overhaul of MTU 6H1800 powerpack units fitted to the Class 22000 railcars.

It was noted that:

- It is proposed to extend the term of the current contract which is due to expire at the end of June 2020, for an initial period of three months with the option to further extend it monthly up to a maximum period of one year, to ensure that there is no disruption in essential maintenance services to the Intercity railcar (ICR) powerpacks as a result of a delay in the tender process to renew the contract, which has been brought about by the global response to COVID-19.
- Contracts and framework agreements may be modified without a new procurement procedure in circumstances outlined in Article 89 of the Utilities Directives 2014/25/EU and Regulation 97(1) of the European Union (Award of Contracts by Utility Undertakings) Regulations 2016.

- The estimated value of the proposed contract extension for one year is [REDACTED] excluding VAT.
- The funding source for this contract is the Chief Mechanical Engineer's maintenance budget.

4944.5 Fuel Purchase Card Services

The board gave its approval to grant delegated authority to the Chief Executive to approve the award of a contract for the provision of fuel purchase card services.

It was noted that:

- The proposed contract will operate for three years with an option to extend it for up to a further two years.
- The estimated spend under the contract over five years is [REDACTED].
- The funding source of the contract is the multi annual contract (MAC).

4944.6 Rail Flaw Detection Services

The board gave its approval for the following:

- (a) The award of a contract to Sperry Rail (International) Ltd. for the provision of rail flaw detection services.

It was noted that:

- It is proposed to award a fixed priced three year contract with an option to extend it annually for up to a further two years.
- The total estimated cost of the contract including the extension options is [REDACTED].
- The total non-recoverable VAT is [REDACTED].

- (b) The extension of the term of the current contract with Sperry Rail (International) Ltd. by a period of up to one year to ensure that there is no disruption to essential track maintenance resulting from the delay in the commencement of services under the new contract as a result of the impact of COVID-19.

It was noted that:

- It is proposed to extend the term of the existing contract by a period of up to 12 months from May 2020.
- The total estimated cost of services during the extension period is [REDACTED].
- The non-recoverable VAT is estimated at [REDACTED].

It was noted that:

- Contracts and framework agreements may be modified without a new procurement procedure in circumstances outlined in Article 89 of the Utilities Directives 2014/25/EU and Regulation 97(1) of the European Union (Award of Contracts by Utility Undertakings) Regulations 2016.
- The funding source of the above mentioned contracts is the MAC.

4944.7 Customer Contact Call Handling Services and Customer Agents

The board gave its approval to extend the term of the current contract for customer contact call handling services and customer agents to Capita Customer Solutions Ltd.

It was noted that:

- The contract awarded to Capita Customer Solutions Ltd. in October 2017 was for an initial term of three years with the option to extend the term of the contract annually up to a further two years. It is now proposed to utilise the extension option for a further year until October 2021.
- The value of this contract is currently estimated at [REDACTED] over three years.
- It is estimated that the proposed extension will bring the total value of the contract to over [REDACTED].
- The funding source for this contract is the Iarnród Éireann marketing budget.

4944.8 Customer First Programme - Proposed Development Roadmap

This proposal was withdrawn.

4944.9 Contract Award + Selection and Award Criteria

The memorandum previously circulated was taken as read and noted.

4944.10 Supply and Installation of Modular Accommodation

The board gave its approval for the following:

- (a) The award of contract to JDC Joinery Ltd. for the provision of DART Expansion modular accommodation at Inchicore at a cost of [REDACTED]. It was noted that the non-recoverable VAT is estimated at [REDACTED].
- (b) Selection and award criteria as presented which were used to facilitate the establishment of a qualification system for the provision of large modular units.

It was noted that:

- The term of the qualification system is three years with an option to extend it for up to two additional years.
- The estimated aggregate value of contracts to be awarded under the qualification system is expected to exceed [REDACTED].
- It is now anticipated that the individual award of some of these contracts will exceed [REDACTED].

4944.11 Award Criteria

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

4944.12 Supply of Rolling Stock Dampers

The board gave its approval for the award criteria as presented to establish a multi-party multi-lot agreement for the supply of rolling stock shock absorbers and dampers.

It was noted that:

- This contract will operate for a period of four years with an option to extend it by up to one additional year.
- The total estimated contract value including the additional one year extension option is [REDACTED]
- The funding sources for this contract will be the Chief Mechanical Engineering Heavy Maintenance and Running Maintenance Budgets.

4944.13 Supply and Support of a Fibre Optic Enhancement Solution

The board gave its approval for award criteria as presented to establish a single supplier framework agreement for the supply and support of a technical solution to increase the capabilities of the existing fibre optic telecommunications network.

It was noted that:

- The term of the agreement is five years with an option to extend it up to a further three years.
- The estimated value over the term of the framework agreement is [REDACTED]
- The primary funding source for this contract will be the NTCC Project with future funding from the MAC.

4944.14 Mast and Tower Maintenance, Inspection, Rigging and Cabling Services

The board gave its approval for the award criteria as presented to establish a long term contract for the provision of mast and tower maintenance, inspection, rigging and cabling services.

It was noted that:

- This contract will operate for a period of five years.
- The estimated value of the contract over the five year period is [REDACTED] excluding VAT.
- The funding source for this contract is the core maintenance business.

4944.15 Procurement Schedule for 2020

The updated Procurement Schedule for 2020 previously circulated was taken as read and noted.

[REDACTED] left the meeting at this time.

4945 ADMINISTRATIVE ITEMS

4945.1 Transactions for Approval, Sealing and Signing

The transactions (5) for approval and sealing at the meeting were approved and it was agreed that they would be sealed as soon as is practicable. **Appendix I**

The transactions (2) for approval and signing at the meeting were approved and it was agreed that they would be signed as soon as is practicable. **Appendix II**

4945.2 Protected Disclosures Annual Report for 2019

The Protected Disclosures Annual Report for 2019 previously circulated was taken as read and noted.

4945.3 In response to the Chairman, [REDACTED] agreed that consideration would be given as to how to remind people of the existence of the policy and that its procedures should be used rather than resorting to alternative options. [REDACTED]

4946 ITEMS FOR NOTING

4946.1 Report to the Minister

The Report to the Minister following the board meeting on 31st March 2020 previously circulated was taken as read and noted.

4946.2 Committee and Advisory Group Minutes

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

- Board Safety Committee Minutes 10th October 2019.
- Infrastructure Advisory Group Minutes 11th October 2019.
- Human Resources Advisory Group Minutes 25th November 2019.
- Audit and Risk Committee Minutes 23rd March 2020.

4946.3 Rolling Agenda

The up to date Rolling Agenda previously circulated was taken as read and noted.

4947 ANY OTHER BUSINESS

4947.1 In response to [REDACTED] advised that there was nothing in recent correspondence from [REDACTED] that is a cause for concern.

4947.2 The Chairman reminded directors to ring him if they had any concerns to raise.

4947.3 The Chairman asked that it be conveyed to frontline staff that the board recognises their commitment in difficult circumstances. [REDACTED]

4947.4 The Chairman expressed special thanks to [REDACTED] for attending the meeting following her recent COVID-19 related illness.

4948 DATE AND LOCATION OF NEXT MEETING

Tuesday 23rd June 2020 at 9.30am in Heuston Station or by teleconference if necessary.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SEALING

1. Licence in duplicate with [REDACTED] to facilitate access to lands as a works compound to carry out maintenance to UBR139 Dargle Bridge, Bray, for a licence period of 7 months, for a licence fee of [REDACTED].
2. Deed of Renunciation in duplicate with [REDACTED] in relation to a Licence allowing Iarnród Éireann access to their lands at Townsend Street, Dublin 2, for maintenance of UBLL47.
3. Agreement in duplicate with [REDACTED] for the purchase of 0.5 acres of land from Joseph Tumulty linked to the closure of Level Crossing XG115 at 85 miles 60 yards on the Athlone to Galway Railway Line, and conveyance by CIE of the freehold interest in Level Crossing Cottage H2473 to Elizabeth Tumulty and payment of compensation of [REDACTED].
4. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the closure of Level Crossing XG115 at 85 miles 60 yards on the Athlone to Galway Railway Line, by construction of an alternative access and payment of compensation of [REDACTED].
5. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the purchase of 14.1 acres of land from him and his agreement to the closure of Level Crossing XM150 at 120 miles 694 yards and Level Crossing XM151 at 120 miles 1000 yards on the Athlone to Westport Railway Line for a consideration of [REDACTED].

Company Secretary
Iarnród Éireann
19th May 2020

TRANSACTION FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] for a premises, the former Guinness Offices, Ceannt Station, Galway, for a licence period from 5th April, 2020 to 30th October, 2020, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED] to allow Iarnród Éireann access to their land and to have a works compound to carry out maintenance of UBLL47 at Townsend Street, Dublin 2, for a licence period of 6 months for a licence fee of [REDACTED], and for the entire licence period.

Company Secretary
Iarnród Éireann
19th May 2020

STRICTLY PRIVATE AND CONFIDENTIAL

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

IARNRÓD ÉIREANN - IRISH RAIL

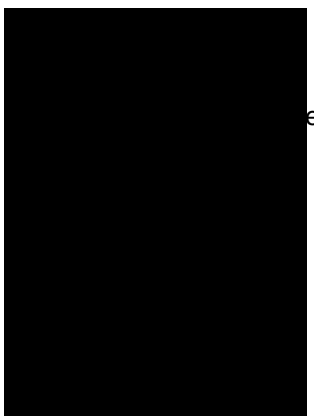
**MINUTES OF THE THREE HUNDRED AND FORTYSECOND
BOARD MEETING HELD ON TUESDAY 23RD JUNE 2020
AT 9.30AM IN CONNOLLY STATION, DUBLIN**

PRESENT:



Chairman
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)

IN ATTENDANCE:



Chief Financial Officer (part)
Commercial Director (part - via MS Teams)
Director Infrastructure Manager (part – via MS Teams)
Company Secretary (part – via MS Teams)
Director Railway Undertaking (part)
Chief Risk Officer (part – via MS Teams)
Acting Chief Procurement Officer (part – via MS Teams)
Chief Executive (part)
Director Capital Investments (part – via MS Teams)
Chief Executive, CIÉ (part – via MS Teams)
Head of Transformation (part)
Senior Security Advisor (part)

MIN NO.

4949 CHAIRMAN'S COMMENTS

- 4949.1** The board expressed its thanks for all the hard work over many years carried out by the Assistant Company Secretary, [REDACTED], who is due to retire shortly.
- 4949.2** The Chairman advised that a recruitment process is underway for the position of Company Secretary. A gap in the Company Secretarial function will arise in the short term due to [REDACTED] retirement. Therefore, [REDACTED] is to revert back to the Chairman with a plan to manage the gap. [REDACTED]
- 4949.3** The Board congratulated [REDACTED] on his reappointment to the board for a further period of three years with effect from 12th June 2020. The Chairman thanked him for making himself available to serve on the board again.
- 4949.4** The Chairman stated that a new Government may be formed by next week. This will give Iarnród Éireann the opportunity to put its best foot forward and demonstrate the role that railway transport can play in the future.
- 4949.5** The Chairman stated that the closed session at the end of the meeting would be followed by a briefing from [REDACTED] on pension matters. As she is a Trustee of both pension schemes, [REDACTED] would be absenting herself from that portion of the meeting.
- 4949.6** The Chairman acknowledged the difference between online meetings and meetings at which everyone is present in person. However, he encouraged everyone to contribute and to ensure their input is heard.

4950 **CONFLICTS OF INTEREST**

[REDACTED] stated that she is a Trustee of CIÉ's pension schemes. In addition, she is also a member of the 1951 Superannuation Scheme.

4951 **MINUTES**

4951.1 The Minutes of the meeting held on 19th May 2020 previously circulated were taken as read noted. It was agreed that they would be signed by the Chairman as soon as is practicable as a true record of the proceedings subject to the following amendment:

Minute 4941.8

Amend:

"... due to COVID-19 there was difficulty in getting the necessary personnel back to Ireland to complete work on the lift at Tara Street Station."

to:

"...due to COVID-19 there was a difficulty in getting the necessary personnel back to Ireland to complete work on the escalator at Tara Street Station."

4951.2 **Outstanding Action Items**

The memorandum previously circulated was taken as read and noted.

4951.3 Item 624

[REDACTED]

4951.4 Item 631

In response to [REDACTED] confirmed that the document she had sent regarding hidden disabilities is being reviewed by management.

4951.5 Item 634

[REDACTED] advised that as part of return to work processes all offices, toilets, canteens, entries and exits are being examined in case social distancing restrictions have to be applied within the workplace. The numbers of staff who need to return to work at any one time are being calculated. In addition, consideration is being given as to how remote working might work in the long term.

4951.6 Item 636

Neither the Department of Transport, Tourism and Sport (DTTAS) nor the National Transport Authority (NTA) have reverted with comments on the Forecast for 2020 and the Five Year Plan for 2021-2025 other than to say that the revenue figures were considered to be conservative.

4952 **STRATEGY**

4952.1 **Security Strategy**

[REDACTED], Senior Security Advisor, joined the meeting at this time.

4952.2 The Security Strategy presentation and proposed Security Strategy 2021-2023 previously circulated were taken as read and noted.

4952.3 [REDACTED] presented the Security Strategy for 2021 to 2023 and covered the following matters:

[REDACTED]

- [REDACTED]

4952.4 Matters discussed included the following:

- [REDACTED] expressed concern that the use of bodycams by staff might compromise their [REDACTED]
- Target reduction of 10% year on year in anti-social behaviour, graffiti and trespass incidents.
- The co-location of Iarnród Éireann's security staff with an Garda Síochána and Dublin City Council (DCC) staff in the National Train Control Centre (NTCC) will facilitate a coordinated response to security issues.
- The anti-social behaviour temporal analysis will assist in focusing the resources and response of both Iarnród Éireann and An Garda Síochána. Focusing on hot spots can help to reduce drug activity in certain areas. Special events such as concerts also influences the targeting of resources.
- Adequacy of the security budget. (The [REDACTED] security contract covers a period of five years).
- Training is required in the areas of conflict resolution, Public Sector Duty, equal treatment and diversity.
- [REDACTED] expressed concern that obligations may be put on Iarnród Éireann to take on policing responsibilities. She asked for information regarding Transport Police forces in other countries.
- [REDACTED]
- Increase in anti-social behaviour incidents due to COVID-19 social distancing restrictions.

[REDACTED] left the meeting at this time.

4952.5 **Strategic Plan 2020-2027**

[REDACTED], Head of Transformation, joined the meeting at this time.

4952.6 The memorandum previously circulated was taken as read and noted.

4952.7 The board noted that the draft Strategic Plan is being updated to reflect the changed world due to COVID-19 and to provide details on the measures being taken to restore customer confidence in rail travel and to reinforce priorities for investment in what is likely to be a constrained funding environment. Once updated the Strategic Plan will be launched to coincide with the formation of a new Government.

4952.8 Matters discussed included the following:

- The ultimate destination of the Strategic Plan is the same as that contained in the previous version. However, it will be more difficult to deliver given the new environment and the likely constraints on future resources.
- [REDACTED]
- [REDACTED]
- [REDACTED]
- It was suggested that the update to the Strategic Plan should incorporate specific references to balanced regional development opportunities which will align it to Regional Economic and Spatial Strategies.

4952.9 **Capital Investment Update**

The memorandum previously circulated was taken as read and noted.

4952.10 Matters discussed included the following:

- [REDACTED]

- [REDACTED]
- [REDACTED] expressed her concern at the possibility that the Commissioner for Railway Regulation (CRR) may seek significant amounts of information and analysis in connection with the roll out of the Train Protection System (TPS) across the various fleets. [REDACTED] confirmed that this risk had been recognised in the detailed design phase and additional testing with respect to signal/noise issues has been brought forward and is expected to be completed by 31st July 2020. The CRR is in agreement with the mechanism to demonstrate the necessary compliance in this area.

4952.11 DART Expansion Programme - Strategic Assessment Report

The memorandum previously circulated was taken as read and noted.

4952.12 Matters discussed included the following:

- Procurement and accessibility compliance issues are not relevant for the Strategic Assessment Report stage of the DART Expansion Programme. These will be addressed in the next (development of the proposal) stage.
- Further clarity is required in the report on the responsibilities of the Iarnród Éireann board and the Project board.
- Clarification is required as to whether Iarnród Éireann wants to say that it has reached capacity constraints and requires more investment or whether there are some projects which Iarnród Éireann can deliver without additional investment.
- The report states that the programme will exceed a cost of [REDACTED] because it will extend beyond 2027. However, the programme cannot be delivered in any timeframe for a cost of [REDACTED]. This needs to be clarified.
- The terminology needs to reflect that the DART Expansion Programme will contain multiple projects within one framework.
- The risk Management section of the report needs to be enhanced to reflect the high risk associated with the management and governance of such a complex programme of projects which will have many interfaces.
- Some of the conclusions and terminology in the Assurance Framework paper should also be used in the Strategic Assessment Report.

4952.13 Subject to the aforementioned suggested changes, the board gave its approval for the submission of the Strategic Assessment Report for the DART Expansion Programme to the Approving Authority (the NTA) to gain "Approval to Develop the Proposal" in Stage 2.

4952.14 The board noted that the Strategic Assessment stage represents the first Decision Gate of the updated Public Spending Code Lifecycle and Decision Gate process, with which the DART Expansion Programme Business Case must comply.

4952.15 DART Expansion Programme – Assurance Framework

The memorandum previously circulated was taken as read and noted.

4952.16 [REDACTED] stated that on reading the proposed Assurance Framework, she would have expected to see more interim gates and crossroads at which the board would receive assurances. In addition, more information is required on the parameters and criteria for the elevation of matters to the board, particularly when progress is going off track, as it is important for the board to have sight of increasing risks. In response, [REDACTED] explained that each document that has to be progressed must comply with an assurance process. Such documents are presented to the Project board, the Advisory board and the Iarnród Éireann board. The Iarnród Éireann board will be advised of all scope changes, programme changes, cost changes and any documents being issued to third parties.

4952.17 [REDACTED] raised the issue of the alignment of the Maynooth Line with the rolling stock project. He stated that the target delivery dates of both projects need to be aligned. He asked for details of the integration of the delivery schedules for each of the seven key work packages. [REDACTED]

4952.18 The Chairman stated that the Gateway Reviews section of the Assurance Framework should be amended to provide for the Iarnród Éireann board to be satisfied that the project is in compliance with all relevant Government policies.

4952.19 Subject to the aforementioned suggestions, the board gave its approval to implement the proposed Assurance Framework, which will underpin and support the operation of the governance structure which was presented to the board in May 2020.

4952.20 It was agreed that the Assurance Framework would be reviewed in Quarter 1 2021 to ensure that it is still appropriate and is delivering what is expected. [REDACTED]

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

4953 CHIEF EXECUTIVE'S REPORT

4953.1 The Chief Executive's Report previously circulated was taken as read and noted.

4953.2 [REDACTED] presented his report and referred to the following matters:

- Three customer accidents occurred during Period 5 2020 of which one was reported to the Health and Safety Authority (HSA). This related to a person who fell while boarding a train at Dalkey, Co. Dublin, on 10th May 2020.
- Random drugs and alcohol testing had been suspended since March due to COVID-19. However, testing has now recommenced.
- The implementation of external agency and internal Safety Management System (SMS) audit and investigation recommendations is behind target. The majority relate to the Railway Undertaking (RU) area. A dedicated resource has been identified to assist in the implementation of these outstanding audit recommendations.
- The planned completion date of the NTCC will be delayed. This is due to the delay in the award of the contract for construction works arising out of COVID-19.
- Preparations are being made to provide additional services and fleet capacity to respond to the expected increase in passenger demand as the country moves to Phase 3 of the Government's Roadmap for Reopening Society and Business. At present, passenger numbers have returned to 20% of normal levels.
- Plans are being made to brief a new Minister assuming that Government formation talks are successful.
- Verbal confirmation has been received that the Government will keep the NTA in public service obligation (PSO) funds to enable it to bridge the shortfall in farebox revenue. This has been included in the Cabinet estimates. However, written confirmation of the Cabinet decision is awaited.

4953.3 The Chairman asked for an analysis of the operating cost per passenger train kilometre as he would have expected this to have significantly increased. [REDACTED]

4953.4 Finance

[REDACTED] advised of the following:

- The company generated a net surplus of [REDACTED] for Period 5 2020 which was [REDACTED] better than forecast. The positive variance is comprised primarily of higher PSO funding during the period.
- Passenger revenue during Period 5 was down 90% compared with the same period in 2019 due to the impact of COVID-19.
- Budgeted PSO funding for the year will be exhausted during the first half of the year i.e. during Period 7 2020. At this point Iarnród Éireann will become dependent on supplementary PSO funding.
- The net movement in cash during Period 5 2020 was an outflow of [REDACTED] compared to a forecast outflow of [REDACTED]. This was due mainly to the timing of working capital receipts and payments.
- Shareholders' Funds were [REDACTED] at the end of Period 5 2020, a decrease of [REDACTED] since the start of the year.
- The board of the National Oil Reserve Agency (NORA) has decided not to pursue the levy raised against Iarnród Éireann for alleged non-compliance with respect to carrying volumes of fuel. This matter is now closed.
- [REDACTED] has been received to date under the COVID-19 Temporary Wage Subsidy Scheme. However, this is a very complex scheme and took significant resources to implement.
- [REDACTED]

[REDACTED] The 2017 and 2018 Financial Statements have now been prepared under Financial Reporting Standards and were presented at a meeting of directors on 17th June 2020. An Annual General Meeting (AGM) is scheduled for 25th June to finalise matters for those years.

4953.5 Matters discussed included the following:

- In response to [REDACTED] confirmed that interim reviews of the Railway Freight Strategy will take place.
- [REDACTED] noted that the Western Rail Corridor was mentioned in the proposed Programme for Government. The Chairman confirmed that he had seen a copy of the EY review commissioned by the DTTAS (and funded by Iarnród Éireann) but had identified shortcomings with it. He stated he had passed on his comments to the DTTAS who felt that other matters also needed to be included in the review. The DTTAS were due to go back to EY on the matter. There does not appear to be any momentum in connection with this at present, pending a new Government identifying its priorities.

4953.6 **Railway Undertaking (RU)**

[REDACTED] advised of the following:

- Service levels were increased to meet the increase in passenger numbers following the commencement of Phase 2 of the Government's Roadmap for the Reopening of Society and Business. Intercity links are already reaching capacity levels with current social distancing rules.
- Trainee driver training has recommenced. Their trainers were trained in the use of online techniques.
- Training on COVID-19 protocols will be given to staff.
- Punctuality performance was good during Period 5 2020.

4953.7 **Commercial Department**

[REDACTED] advised of the following:

- A plan has been prepared for the rollout (as soon as current COVID-19 restrictions are lifted) of [REDACTED] hardware as part of the Customer First Programme.
- Over 2,500 COVID-19 refund requests and [REDACTED] in credits have been processed for Taxsaver customers. A decision is awaited from the NTA and the DTTAS in relation to the process for extending the time period on annual Taxsaver cards.

[REDACTED]

4953.8

[REDACTED]

4953.9 **Infrastructure Manager (IM)**

[REDACTED] advised of the following:

- New level crossing technical solution systems have been installed at eight level crossings. These are expected to be operational by the end of August 2020 once CRR certification has been received. It is expected that the speed of the rollout will pick up once certification by type of crossing is given.
 - A meeting with Mayo County Council is to take place on 24th June 2020 in connection with Level Crossing XM240 at Killnageer (at which a collision between a train and a car took place on 29th April 2020). This level crossing is receiving significant local media attention and conversion to a full CCTV type level crossing is being sought. However, there are 16 other crossings presenting higher risks in the Athlone Division.
 - The installation of the proposed bridge strike warning system is due to commence once road opening licences have been received from DCC. If these are received by July then the planned completion date of the project would be November 2020.
- [REDACTED]
- Personnel are now available to carry out the planning and design phase of the electrification renewals programme. It is expected that site works will commence in January 2021 and will continue until late 2024.

4954 ADVISORY/POLICY

4954.1 Five Year Plan 2021-2025

The memorandum previously circulated was taken as read and noted.

4954.2 [REDACTED] advised of the following:

- The draft Five Year Plan was noted and discussed at the Iarnród Éireann board meeting on 19th May 2020.
- Following feedback from the board the plan was presented to and discussed with the DTTAS and the NTA.
- No major issues were raised and the DTTAS indicated that in accordance with previous procedures they will forward the plan to New Era for review. However, it is unlikely that Iarnród Éireann will hear back on the matter before the end of the year due to the wider issues that New Era and the Government will be dealing with.
- There was a slight double count contained in the original draft Five Year Plan which has now been corrected. It does not affect the Profit and Loss Account or the Balance Sheet.

4954.3 The board gave its approval for the Iarnród Éireann Five Year Plan 2021-2025 as presented.

4954.4 Property Items

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

4954.5 Heuston Station Masterplan

The board noted the Masterplan which is now nearing completion and will inform the development of the landholding at Heuston Station.

4954.6 [REDACTED] confirmed that good progress is being made. The Masterplan outlines the direction the project is taking. [REDACTED] is leading the team from the Iarnród Éireann side.

4954.7 In response to the Chairman, [REDACTED] agreed that the big issue facing the project is its commercial feasibility post COVID-19. The question will be whether the project gets off the ground at all or whether it will do so but with a different mixed usage. However, the Hickey site across the river got planning permission recently. The Heuston Masterplan will bring the focus of city development down to Heuston Station.

4954.8 Heuston Station Urban Regeneration Development Fund (URDF) Application

The board noted the application made by DCC under the URDF for funding of [REDACTED] relating to proposed pedestrian and cycle infrastructure works at Heuston Station, Dublin. It was also noted that should the application be successful the works would be implemented over a five year period on a staged basis with 75% URDF funding and the remaining 25% of funding from own resources.

4954.9 In response to [REDACTED] stated that Trans-European Transport Network (TEN-T) funding covers the West of Ireland. The funding that is available is constantly monitored and Iarnród Éireann makes applications for TEN-T funding whenever possible.

4954.10

[REDACTED]

4954.11 It was noted that the negotiations stage would be a scoping stage only. In addition, provision would have to be made for a station at the Platform 10 location.

4954.12 Quarterly Risk Report

The Chief Risk Officer, [REDACTED], joined the meeting (via MS Teams) at this time.

4954.13 The Quarterly Risk Report as at June 2020 previously circulated was taken as read and noted.

4954.14 It was noted that:

- Risk 5 relating to the risk of the failure to maintain funding in line with advised levels continues to be breach of risk appetite.
- Risk 332 relating to the risk associated with the health pandemic has been retitled to more clearly reflect its scope.

- A new principal risk (Risk No. 556) has been identified relating to the risk of fire associated with end of life capacitors fitted to ticketing vending machines.

4954.15 In response to [REDACTED] outlined the issues taken into account when assessing the risk of terrorism. [REDACTED] agreed to check the cover provided by the terrorism insurance policy. [REDACTED]

The Chairman asked for a report on the terrorism risk in Ireland. [REDACTED]

4954.16 [REDACTED] asked for a meeting to be arranged given that the Board Safety Committee has not recently reviewed risks in the depth that it should have done. [REDACTED]

4954.17

[REDACTED]

4954.18 The Chairman noted that the outcome of the recent Trade Union ballot was a rejection by a solid majority of proposals in respect of 1951 Superannuation Scheme and a vote by a solid majority in favour of the proposals for the RWS.

[REDACTED] left the meeting at this time.

4955 CAPITAL EXPENDITURE

4955.1 Capital Expenditure Proposals

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

4955.2 Heuston Hose Management System

The board gave its approval for expenditure of [REDACTED] (including non-recoverable VAT) to replace and upgrade the Chief Mechanical Engineering (CME) train servicing hose management system at Heuston Station.

It was noted that funding for this project is to be provided by the IM multi annual contract (IMMAC).

4955.3 Refuelling and Servicing Facility at Limerick Maintenance Depot

The board gave its approval for additional expenditure of [REDACTED] is ineligible for NTA funding) to design and construct an upgraded refuelling and servicing facility at Limerick Maintenance Depot.

It was noted that:

- The total project cost is estimated at [REDACTED].
- The project was originally to be funded from own resources. However, it will now be funded by the NTA.

4955.4 Closeout Report

The memorandum previously circulated was taken as read and noted.

4955.5 Integrated Ticketing System (ITS) IT Infrastructure

The board gave its approval for the closeout of the ITS IT Infrastructure Project which was set up to upgrade back office IT equipment for greater security in relation to the Department of Social Protection (DSP).

4956 PROCUREMENT

The Acting Chief Procurement Officer, [REDACTED] joined the meeting (via MS Teams) at this time.

4956.1 Procurement Report

The Procurement Report for Period 5 2020 previously circulated was taken as read and noted.

4956.2 [REDACTED] advised of the following:

- [REDACTED]
- [REDACTED] The Chairman asked that the board be kept informed of progress.
- At the board meeting on 19th May 2020 delegated authority was granted to the Chief Executive to approve the award of a contract in respect of the supply of fuel purchase card services subject to the outcome of the evaluation of tender submissions. Following the conclusion of the tender evaluation, the Chief Executive approved the award of a contract to Circle K at a value of [REDACTED] over the initial three year term and [REDACTED] if the two year extension option is utilised.

4956.3 Contract

The memorandum previously circulated was taken as read and noted.

4956.4 Customer First Programme – Proposed Development Roadmap

There was a lengthy discussion on the proposed modification to the [REDACTED] contract to include a development roadmap. Concerns were expressed about the following:

- Paying more money to Cubic given the project delays to date.
- Whether the additional costs would be value for money.

4956.5 The board concluded that:

- Had the additional costs been known at the time of the award of the original contract, it is unlikely that it would have been awarded to a different tenderer as there was a significant price differential between Cubic and the next best tender quote.
- Support costs of approximately 20% are normal for this type of contract.
- Sharing the cost of a cloud-based solution with a number of other railway companies using the same software is better than taking on the full cost of the software.
- It would be too dangerous to fall behind by not having the latest software updates.
- Once you buy into a proprietary system such as the Cubic system you are locked into it until you replace it.

4956.6 Following further discussion the board agreed to modify the contract with [REDACTED]

S [REDACTED] to include a development roadmap at a cost of [REDACTED] (excluding VAT).

It was noted that:

- The proposed contract variation will migrate the Customer First solution to the public cloud based Amazon Web Services delivering twice yearly software releases which will ensure that the system is constantly updated with the latest versions of functionality, security, scaling and performance of the core passenger ticketing/reservation system over the seven year term of the support services contract, commencing in July 2020 and expiring in Quarter 1 2027.
- Rather than a fixed annual payment, the payment schedule will be linked to a detailed project plan which will identify relevant milestones, defined deliverables and payment triggers.
- Combined costs for the proposed roadmap and original support and maintenance agreement amount to [REDACTED] p.a. (excluding VAT) which equates to [REDACTED] of the total purchase price.
- Based on Iarnród Éireann's analysis and experience with other vendors (such as Scheidt & Bachmann and SAP), the industry standard cost for software maintenance and support agreements are typically between [REDACTED] and [REDACTED] of the total purchase price of the system.
- An annual break clause is provided for, with affect from 31st December 2021, in the event that Iarnród Éireann seeks to terminate the contract. Since the solution is AWS cloud based and generic to all customers of the system, it is not possible to part terminate the roadmap only element of the contract without adversely impacting the main support services contract. In the event that termination is necessary, it would be achieved by migrating back to a private hosting environment under a separate change request.
- In accordance with Article 89 of the Utilities Directives 2014/25/EU and other EU Regulations, this contract may be modified without a new procurement procedure.
- The development roadmap will be funded by the NTA through the Direct Award Public Service Contract.

4956.7 It was agreed that more emphasis should be given to the issue of life cycle costs, ongoing support costs and maintenance costs in the procurement of future contracts.

4956.8 Selection and Award Criteria

The memorandum previously circulated was taken as read and noted.

4956.9 Supply of UPS Equipment Components

The board gave its approval for the selection and award criteria as presented for the proposed pre-qualification and tender process for the long term supply of UPS equipment components.

It was noted that:

- It is proposed to award a five year fixed priced contract with the option to extend annually up to a maximum of seven years.
- The estimated value of this contract is [REDACTED] (excluding VAT) including the two year extension option.
- The funding source for this contract is the MAC.

4956.10 Award Criteria

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

4956.11 Engineering and Workshop Consumables

The board gave its approval for the award criteria as presented for the long term supply of engineering and workshop consumables required across all Iarnród Éireann locations nationwide.

It was noted that:

- The proposed contract duration would be for an initial period of three years with an option to extend by a further one year up to a maximum duration of four years.
- The anticipated contract value will be in the order of [REDACTED] (excluding VAT).
- The funding source for this contract will be the operational maintenance and stock budgets of the CME, Signalling, Electrical and Telecoms (SET) and IM Divisions.

4956.12 Passenger Information System Upgrade – DART EMU Class 8500 Fleet

The board gave its approval for the award criteria as presented for the proposed tender process for the upgrading of the passenger information system for the DART EMU Class 8500 fleet.

It was noted that:

- The scope of the proposed contract includes:
 - Design, supply, integration and commissioning after replacement system.
 - Provision of support to Iarnród Éireann for obtaining safety approvals.
 - Training of Iarnród Éireann staff in the first line maintenance of the system.
 - Fixed pricing for the supply of spare parts for five years post commissioning.
- It is anticipated that the system will be fully upgraded in 2021.
- The estimated value for this contract is [REDACTED] (excluding VAT).
- The external funding source for this contract will be the NTA 2020 Capital Funding Programme.

4956.13 [REDACTED] was asked to liaise with the CME, [REDACTED], to ensure that the amount of modification and consequential disruption to the rolling stock is ascertained and that these costs are covered in the contract. [REDACTED]

4956.14 Supply of Airbags and Assemblies

The board gave its approval for the award criteria as presented to establish a multi-party, multi-lot agreement for the supply of rolling stock airbags and assemblies.

It was noted that:

- The contract will operate for a period of five years with an option to extend by up to one additional year.
- The total estimated value, including the additional one year extension option, is [REDACTED] excluding VAT.
- The funding sources for this contract will be the CME Heavy Maintenance and Running Maintenance Budgets.

4956.15 Metal Fabrication Multi-Party Framework Agreement

The board gave its approval for the award criteria as presented for the establishment of a multi-party framework agreement for the provision of metal fabrication services to support requirements across all Iarnród Éireann locations nationwide.

It was noted that:

- The proposed framework agreement duration will be for an initial period of four years with an option to extend the term by a further one year giving a maximum framework duration of five years.
- The estimated value of requirements will be in the order of [REDACTED] (excluding VAT).
- The funding source for this contract will come from the CME, SET and IM Operational Maintenance and Stock Budgets.

4956.16 Procurement Schedule for 2020

The updated Procurement Schedule for 2020 previously circulated was taken as read and noted. [REDACTED] left the meeting at this time.

4957 ADMINISTRATIVE ITEMS

4957.1 Transactions for Approval, Sealing and Signing

The transactions (4) for approval and sealing at the meeting were approved and it was agreed that they would be sealed as soon as is practicable. **Appendix I**

The transactions (4) for approval and signing at the meeting were approved and it was agreed that they would be signed as soon as is practicable. **Appendix II**

4957.2 Annual General Meeting (AGM)

The memorandum previously circulated was taken as read and noted.

4957.3 It was noted that it is a legal requirement that an AGM of the company must be convened no later than 2nd July 2020 even though the Financial Statements for 2019 may not be finalised by that date. Therefore, it was agreed to convene the meeting even if it has to be adjourned and reconvened at a later date.

4957.4 In response to the Chairman, [REDACTED] advised that continued support by CIÉ to enable Iarnród Éireann to finalise its 2019 Financial Statements on a Going Concern basis is linked with the required written confirmation from the DTTAS regarding PSO support. Therefore, a special board meeting may be required in due course.

4957.5 Corporate Governance Updates

The three memoranda previously circulated were taken as read and it was noted that the following documents were approved by the CIÉ Board at its meeting on 3rd June 2020:

- Derogation to be sought by the CIÉ Group to delay complying with the reporting requirements of the Code of Practice for the Governance of State Bodies 2016 with respect to the annual submission of its draft rolling five year business and financial plan, pending finalisation of its 2019 Financial Statements.
- Amendments to the CIÉ Protected Disclosures Policy and Procedure.
- The adoption by CIÉ of the 17 United Nations Sustainable Development Goals in support of Government policy and to set out a framework for the sustainability strategy of the CIÉ Group.
- CIÉ Group Sustainability Strategy.

4957.6 [REDACTED] noted that there was an absence of Iarnród Éireann data in the Group's Sustainability Strategy relating to the recruitment of female train drivers and board members and asked [REDACTED] to follow up on this. [REDACTED]

4957.7 [REDACTED] asked for details on how Iarnród Éireann intends to promote diversity within the company to reflect modern Irish society. [REDACTED]

4958 ITEMS FOR NOTING

4958.1 Report to the Minister

The Report to the Minister following the board meeting on 19th May 2020 previously circulated was taken as read and noted.

4958.2 Rolling Agenda

The up to date Rolling Agenda previously circulated was taken as read and noted.

[REDACTED]
left the meeting at this time.

4959

[REDACTED]

4960

PENSIONS UPDATE

4961

DATE AND LOCATION OF NEXT MEETING

Tuesday 25th August 2020 at 9.30am. The location and format of the meeting will be decided in July.

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the purchase of 4.5 acres of land from him and his agreement to the closure of Level Crossing XM126 at 112 miles 600 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED]
2. Agreement in duplicate, Closure Agreement in duplicate and Bridge Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XL061 at 19 miles 670 yards on the Limerick to Limerick Junction Railway Line, in the Townland of Shanaclogh East, Co. Limerick, for a Nil consideration, the construction of a new bridge and his agreement to the closure of the Level Crossing.
3. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED], for the purchase of 14 acres of land from him and his agreement to the closure of Level Crossing XM089 at 100 miles 260 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED]
4. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] for the purchase of 1 acre of land from him and his agreement to the closure of Level Crossing XM150 at 120 miles 694 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED]

Company Secretary
Iarnród Éireann
23rd June 2020

TRANSACTIONS FOR APPROVAL AND SIGNING

1. Licence in triplicate with Meath County Council for part of the closed Navan to Kingscourt Railway Line, from 31 miles 204 yards to 50 miles 880 yards, to be used as a walking/cycleway, for a licence period of 20 years, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED], for a premises at 16 Eyre Square, Galway, for offices and car parking spaces, for a licence period from 1st November, 2019 to 30th October, 2020 inclusive, for a licence fee of [REDACTED].
3. Works Agreement, 4 copies, with Westmeath County Council in relation to the construction of the proposed Athlone Link Road for a nominal consideration of [REDACTED], to enable them carry out the accommodation works at the various locations.
4. Works Agreement, 4 copies, with Westmeath County Council in relation to the construction of the proposed Athlone Link Road for a nominal consideration of [REDACTED], to enable them carry out the accommodation works at the various locations.

Company Secretary
Iarnród Éireann
23rd June 2020

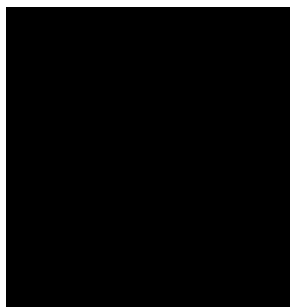
STRICTLY PRIVATE AND CONFIDENTIAL

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

IARNRÓD ÉIREANN - IRISH RAIL

**MINUTES OF THE THREE HUNDRED AND FORTYTHIRD
BOARD MEETING HELD ON TUESDAY 25th AUGUST 2020
AT 9.30AM IN CONNOLLY STATION, DUBLIN**

PRESENT:



Chairman
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director (via MS Teams)
Director
Director (via MS Teams)

IN ATTENDANCE:



Chief Financial Officer (part – via MS Teams)
Commercial Director (part - via MS Teams)
Director Infrastructure Manager (part – via MS Teams)
Company Secretary (part)
Director Railway Undertaking (part-via MS Teams)
Group Property Manager, CIÉ (part- via MS Teams)
Chief Procurement Officer (part – via MS Teams)
Company Secretary Designate (part)
Chief Executive (part)
Director Capital Investments (part – via MS Teams)
Chief Executive, CIÉ (part – via MS Teams)

MIN NO.

4962 CHAIRMAN'S COMMENTS

4962.1 The Chairman introduced the board to [REDACTED], Company Secretary Designate, who was attending the meeting in an observer capacity. He will be taking up employment with Iarnród Éireann on 1st October 2020. A transition will take place between [REDACTED] and [REDACTED] following which [REDACTED] can then be formally appointed as Company Secretary by the board.

4963 CONFLICTS OF INTEREST

[REDACTED] stated that she is a Trustee of CIÉ's pension schemes. In addition, she is also a member of the 1951 Superannuation Scheme.

4964 MINUTES

4964.1 The Minutes of the meeting held on 23rd June 2020 previously circulated were taken as read noted. It was agreed that they would be signed by the Chairman as soon as is practicable as a true record of the proceedings.

4964.2 Matters Arising

4964.3 Minute 4960

In response to the Chairman, [REDACTED] confirmed that he had no further update on pension matters.

4964.4 In response to the Chairman, [REDACTED] stated that she had received a response from CIÉ dated 14th August 2020 to a letter she had written in March 2020 which had contained a number of questions in relation to pension matters. She expressed her frustration at the five month delay in the response and with the content of that response. She outlined her deep dissatisfaction at the

manner in which her letter had been dealt with. [REDACTED] acknowledged and outlined the reasons for the delay in the CIÉ response. He referred to a meeting held with [REDACTED] on 10th June 2020 and advised that the offer of a meeting with the Actuary was still available.

4964.5 The Chairman stated that there is a concern that the operating companies are not as engaged with CIÉ on pension matters as they might be. This is why he had asked [REDACTED], as Chairman of the Iarnród Éireann Audit and Risk Committee (ARC), to assess the risks for Iarnród Éireann and to liaise with CIÉ on the matter. He stated that Iarnród Éireann was lucky to have [REDACTED] and [REDACTED] experience as they had dealt with similar pension issues in other State agencies and that Iarnród Éireann's efforts to be part of the solution required cooperation from both sides.

4964.6 [REDACTED] agreed. He stated that there were substantive gaps in the response to the questions asked by [REDACTED]. Full explanations and disclosures are necessary to avoid people doubting the accuracy of the information being given to them.

4964.7 The Chairman asked [REDACTED] to provide him with a copy of the aforementioned correspondence. He stated that there needs to be a level of trust between Iarnród Éireann and CIÉ on the matter. Otherwise it makes finding a solution to the complex pensions issue more difficult to find. [REDACTED]

4964.8 Minute 4954.9
[REDACTED] stated that contrary to what he had previously advised, Trans-European Transport Network (TEN-T) funding does not cover the West of Ireland. [REDACTED] asked him to check the position with respect to the Shannon/Foynes area. [REDACTED]

4964.9 In response to the Chairman, [REDACTED] confirmed that Iarnród Éireann constantly monitors funding availability. [REDACTED] added that this matter is regularly discussed at meetings with the Department of Transport, Tourism and Sport (DTTAS).

4964.10 The Chairman asked for the issues of rail freight, the potential impact of Brexit and the possibility of funding for periphery nations to also be borne in mind at meetings with the DTTAS.

4964.11 Minute 4951.6
In response to [REDACTED] stated that the DTTAS has not yet reverted with comments on the Five Year Plan 2021-2025. It is being reviewed by New Era at present.

[REDACTED] joined the meeting at this time.

4964.12 Outstanding Action Items
The memorandum previously circulated as taken as read and noted.

4964.13 Item 648
[REDACTED] advised that a report on Mental Health and Wellbeing would be presented at the next board meeting. [REDACTED]

4964.14 The board asked for the topic of Diversity and Inclusion in the Workforce to be put on the Rolling Agenda. [REDACTED]

4964.15 Item 573
[REDACTED] advised that Irish language (fadas) can now be displayed on seat reservation displays. However, there is still limited display of "fadas" on tickets. It works on Cubic equipment but not on Schiedt & Bachmann equipment. [REDACTED] confirmed that the online booking and ticket collection system requires an upgrade. The Chairman noted the progress that had been made but stated that a comprehensive solution was required so that negative media comment can be avoided.

4964.16 Item 589
The Chairman noted that the final fleet options paper would be available for the board in April 2021. However, he asked for an update to be provided in the interim so that the board can be assured that Iarnród Éireann's aspirations with respect to the vehicles are not running into trouble, such as affordability.

4964.17 Item 605
[REDACTED] advised that interviews are taking place for membership of User Groups. He also advised that following the recent incident at Clontarf Station, an investigation is being carried out to ensure that there is not an endemic problem with the Hub System set up for passengers with accessibility issues. He added that the Lift Call System is now operational in 18 DART stations.

4964.18 ██████ asked management to consider extending the Publicis campaign to cover the Lift Call System and anti-vandalism messages. She said it was important that up to date information is provided to the public about lift performance and when the repair of lifts has been completed. ██████

4964.19 ██████ also asked that when the lift renewal works are complete, a maintenance key performance indicator (KPI) should be introduced. ██████

4965 STRATEGY

4965.1 Strategy 2027 Update

The Strategy 2027 previously circulated was read and it was noted that it had been updated since the last meeting to take account of changing circumstances due to COVID-19.

4965.2 ██████ advised that a communications plan is in place to demonstrate to all key stakeholders how Iarnród Éireann is tackling the challenges to growing the business. He added that the public consultation process for the Maynooth Line is to be launched by the Minister on 26th August 2020 as part of the DART + Programme.

4965.3 Capital Investment Update

The memorandum previously circulated was taken as read and noted.

4965.4 In response to the Chairman, ██████ stated that the Chief Engineer, ██████, is trying to get clarity on the potential impact of the expected delay in the delivery of powerpacks on the project to purchase Intercity railcars. The Chairman emphasised that even though passenger numbers have reduced, this does not reduce the urgency to increase capacity due to the need for social distancing. ██████ agreed stating that Iarnród Éireann's timescales have not changed.

4965.5 The Chairman asked for the standard format of board papers to be reviewed by ██████ when he joins Iarnród Éireann. ██████ stated that this was on management's agenda also. ██████

4966 CHIEF EXECUTIVE'S REPORT

4966.1 The Chief Executive's Report previously circulated was taken as read and noted.

4966.2 ██████ presented his report and referred to the following matters:

- Two incidents in July 2020 of third party damage at the level crossing at Serpentine Avenue in Dublin.
- The backlog is being reduced and Drugs and Alcohol testing targets are expected to be achieved by year end.
- Despite the level of driver training, there is still an issue with driver availability. This is likely to continue until the end of the year.
- The outstanding response to a Group Internal Audit Report was issued in the first week of Period 9.
- A train derailment during adverse weather conditions near Stonehaven in Scotland on 12th August 2020 resulted in three fatalities. The outcome could have been worse were it not for the reduced passenger numbers due to COVID-19. This is a sobering reminder for Iarnród Éireann.
- Due to many safety improvements over the years, Iarnród Éireann has a good safety record with respect to passenger fatalities (none since 1983). However, as a result, the corporate knowledge on how to manage major incidents (such as Buttevant, Cherryville and the collapse of the Malahide Viaduct) is fading. This risk associated with this continues to be addressed.

4966.3 Matters discussed included the following:

- If the Government's guideline of a maximum capacity level of 50% on public transport services continues, then it is expected that from mid-September, capacity issues will arise. The NTA has been advised that Iarnród Éireann's preference would be to relax the 50% capacity constraint given that face coverings are now mandatory on public transport and there is good compliance with the rules. In the meantime, boardings will have to be controlled in the main stations. This will not be possible at intermediate stations.
- The difference between boarding restrictions for public transport compared with the guidelines for aeroplanes was noted.

- It was suggested by [REDACTED] that research should be carried out to ascertain if the air conditioning on trains could be enhanced.
- The level of close call reporting is being monitored by both the Infrastructure Manager (IM) and Railway Undertaking (RU) Divisions. Management is to contact the Office of Rail and Road (ORR) in the UK to discuss their initiative with Network Rail to encourage greater reporting and benchmarking etc.
- The chassis damage to Loco 224 was a significant close call incident and while reported by a driver and acted upon, it was not reported to the Board Safety Committee (BSC). Therefore, the criteria for close call reporting and escalation procedures are to be reviewed.
- The Chairman asked that the board's appreciation be conveyed to the driver who reported his concerns about Loco 224. [REDACTED] stated that this demonstrated the importance of not assuming that someone else has reported.
- Aerial inspections of infrastructure, speed of return trips and weather protocols etc. are all covered in Iarnród Éireann's procedures.
- The possibility of more frequent extreme weather events and further coastal erosion on the East coast was acknowledged. As a result, the level of cuttings and embankment inspections has increased along with other mitigation procedures.
- The Chairman advised that the Aecom interim report on the Rail Freight Strategy has been discussed internally. The final report will be presented to the board in due course. Any business opportunities and policy changes will be pursued.
- A meeting has taken place with the new Acting Secretary General of the Department of Transport. However, nothing substantive arose. [REDACTED] will attend the Maynooth Line public consultation launch on 26th August 2020 and a more formal meeting with him will take place in due course.
- Additional funding of [REDACTED] for 2020 was agreed by the DTTAS and approved by Government in July under the National Stimulus Plan. The works that will be funded include the recommencement of the Cork Line Relaying Project (CLRP), the recommencement of ballast cleaning, station improvements and increased usage of energy efficient lighting. Iarnród Éireann had to demonstrate how many new jobs (mainly for contractors) would be created.
- Additional direct costs due to COVID-19 of [REDACTED] have been identified. [REDACTED] asked for a calculation of the average cost increases being experienced on capital projects to be provided also.
- It was noted that direct talks are taking place with contractors in respect of work already under way. However, it will be difficult to assess the cost increases on new projects until tender quotes are received. The potential for other COVID-19 related delays and claims to increase the cost of capital projects will need to be monitored closely and Iarnród Éireann will have to cut its cloth if necessary.
- In response to [REDACTED] advised that Iarnród Éireann has submitted all necessary information to Galway County Council in respect of the Galway Ceannt Station/Athenry planning permission. This included a supporting letter from the NTA. A response is awaited.

4966.4 Finance

[REDACTED] advised of the following:

- The company generated a breakeven position in Period 8 2020 compared to a forecasted loss of [REDACTED] i.e. a positive variance of [REDACTED].
- Passenger revenue was approximately [REDACTED] better than forecast and [REDACTED] revenue was approximately [REDACTED] better than forecast.
- Infrastructure multi annual contract (MAC) activities were [REDACTED] lower than forecast. Operating expenditure was [REDACTED] lower than forecast. However, these favourable variances were offset by reduced net PSO funding of [REDACTED] (due mainly to the lower than forecast funding that was required to breakeven this period) and higher expenditure on capital investment works.
- All of the PSO allocation for 2020 has now been used up. Iarnród Éireann is now using the additional funding allocation that has been provided. The NTA has promised to fund the company for the remainder of the year up to a breakeven position.
- Rents continue to be invoiced to tenants in the retail units in accordance with the lease agreements. However, consideration is being given to issuing credit notes to those tenants whose revenue depends on footfall through the stations as this has been severely impacted by COVID-19.
- Due to the changing conditions applied to the Government's Temporary Wages Subsidy Scheme (TWSS), Iarnród Éireann has received approximately [REDACTED] to date. This Scheme will end on 31st August 2020 and will be replaced by the Employee Wages Subsidy Scheme (EWSS) on 1st September 2020.

4966.5 [REDACTED] advised that since his report had been written, he had learnt that there may be a new Auditor for the next audit (2020 audit). [REDACTED] stated that the matter was coming close to the end of the tender process and the option to extend the current audit contract to cover the 2020 audit was being explored and had not been finalised yet.

4966.6 **Railway Undertaking (RU)**

In response to [REDACTED] advised that services on the Ballybrophy / Clonmel Line had been withdrawn following the reduction in passenger numbers levels due to COVID-19. These services will be reinstated on 31st August 2020.

4966.7 **Commercial Department**

Matters discussed included the following:

- Consideration to be given to extending the Publicis campaign to cover the Lift Call System and anti-vandalism messages.

- [REDACTED]

- In response to [REDACTED] advised that a decision to extend the Leap card to Galway is the remit of the NTA. It would require the establishment of a ticketing and pricing framework. While the Mallow / Cork route is their priority, the Galway location can be promoted in discussions with them.

4966.8 **Infrastructure Manager (IM)**

Matters discussed included the following:

- A fund for the introduction of e-charging taxis at Limerick, Cork and Galway railway stations will be spent by the end of the year. It was suggested that facilities for e-bikes should be added on to this project rather than Iarnród Éireann having to embark on a separate tender process in this regard. [REDACTED] advised that a pilot project is to take place at Heuston Station with Moby who are currently the only licensed electric bike hire form in Dublin.
- An unsuccessful bidder has initiated legal proceedings to challenge the contract award for GSMR cab radios. While this will delay the rollout of new radios, there will be no short term consequences due to mitigating actions.

4967 **ADVISORY/POLICY PAPERS**

4967.1 **Board Safety Committee (BSC)**

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

4967.2 Matters discussed included the following:

- Improvement in the safety systems in [REDACTED]
- Investigative work being carried out by metallurgists on the chassis damage to Loco 224. No similar cracking has been found on the rest of the fleet. However, the inspection regime has been enhanced.

4967.3 The Chairman of the BSC, [REDACTED] also referred to the following:

- A positive report on community engagement has been received from the Security Officer.
- There is concern at the BSC regarding abuse at level crossings. More information is to be provided on how enforcement action can be increased. [REDACTED]
- [REDACTED] advised that she would provide [REDACTED] with details of a contact in Scotland in connection with enforcement action at level crossings. [REDACTED]

4967.4 **Human Resources Advisory Group (HRAG)**

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

4967.5 In response to the Chairman, [REDACTED] confirmed that the Workplace Relations Commission (WRC) had declined to provide a Chairman for the Joint Industrial Council (JIC). A meeting is to be held with the Trade Union Group (TUG) regarding the appointment of an independent Chairman. The Chairman stated that this person's Terms of Reference should be clear and a specific timeframe agreed.

4967.6 **Infrastructure Advisory Group (IAG)**

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

4967.7 The Chairman noted that the IAG Report is too long and appears to repeat what is already contained in management's reports. It does not appear to provide any additional value. He also

added that the board's decision at its meeting in January to consolidate advisory groups has not been implemented yet.

- 4967.8 [REDACTED] advised that the Chairman of the IAG, [REDACTED], believes strongly that he needs to include this level of detail in his reports to the board. COVID-19 had hampered [REDACTED] and [REDACTED] ability to discuss and consolidate the advisory groups. [REDACTED] stated that the IAG is different from other advisory groups because it very specifically previews papers coming to the board. However, she acknowledged that its endorsements of board proposals could be summarised.
- 4967.9 The Chairman asked that for the next meeting a review is to take place on how to give effect to the board decision regarding advisory groups. [REDACTED]
- 4967.10 **Train Protection System (TPS)**
The Advisory Paper previously circulated was taken as read and noted.
- 4967.11 [REDACTED] stated that she was worried about the implications of proving or disproving electromagnetic signal / noise ratio details. She wants assurance that Iarnród Éireann knows how it is going to model this. She warned that a significant level of work would be required.
- 4967.12 [REDACTED] stated that a technical note to address this issue had been drafted and had been forwarded to the former Iarnród Éireann Chairman, [REDACTED], who is monitoring the TPS Project on behalf of [REDACTED]. Once this has been reviewed it would be forwarded to the IAG for consideration.
- 4967.13 The Chairman asked for details of the revisions to the scope and cost estimates for the TPS project to be provided at the next meeting. [REDACTED]
- 4967.14 **Terms of Reference for the DART+ Advisory Group**
The proposed Terms of Reference previously circulated were taken as read and noted.
- 4967.15 The Chairman noted that the number of board advisory groups and other groups involving the DTTAS and the NTA would require a lot of management time. However, he felt that given the size of the project an advisory group would be necessary for the DART+ Programme.
- 4967.16 The board gave its approval for the Terms of Reference of the DART+ Advisory Group as presented and the update of the Corporate Governance Manual accordingly.
- 4967.17 **Dublin / Cork Line Track Relaying Project (CLRP)**
The Advisory Paper previously circulated was taken as read and noted.
- 4967.18 The funding options for the CLRP were noted. However, it was acknowledged that they were dependent on whether or not the indication of an amount of [REDACTED] to fund 30 miles of relaying in 2021 would be included in the National Stimulus Plan for 2021 as part of the national Budget in October 2020.
- 4967.19 [REDACTED] agreed that while it would be preferable to avoid the occurrence of start up and close down costs on this project, he cautioned that the level of free cash available in the CIÉ Group to support this project is decreasing because of COVID-19. The Chairman asked that CIÉ give an indication of what funding would be available from CIÉ for this project. He noted that this project is shovel ready and has the ability to create additional employment relatively quickly and could be progressed as part of the National Stimulus Plan. [REDACTED]
- 4967.20 **Property Items**
[REDACTED], Group Property Manager, joined the meeting (via MS Teams) at this time.
- 4967.21 The two memoranda previously circulated were taken as read and noted.
- 4967.22 The board noted that authority is to be sought from the CIÉ Board for the following:
- (a) To abate rents from Quarter 2 2020 from retail and other incomes directly impacted by forced enclosures, to be implemented with an effective date of 1st April 2020.
 - (b) To continue the rent abatement into Quarter 3 as appropriate with a turnover based payment regime being substituted.
 - Credit notes will be issued in respect of Quarters 2 and 3 in the sum of up to [REDACTED] and [REDACTED] respectively.
 - Iarnród Éireann total rent forgiveness of [REDACTED].

- Bus Éireann total rent forgiveness of [REDACTED]

A further proposal will be prepared in due course regarding rents for Quarter 4 2020.

4967.23 Matters discussed included the following:

- The proposal reflects the reality of the impact of COVID-19.
- CIÉ does not want to force its retail tenants into liquidation.
- CIÉ's retail unit rent model is based on high footfall through stations which is not working at the moment.
- Legal advice recommends the issuing of rent credit notes and that no amendment to leases would be required.
- The proposed reduction in rental income means that funding for IM works will be reduced.

4967.24 **Abandonment of the Waterford /New Ross Railway Line**

Matters discussed included the following:

- How best to ensure that railway alignments are protected and the return of abandoned railway lines to railway usage in the future is not precluded.
- The Chairman asked for the possibility of Rails to Trails legislation (similar to that in the USA) for Ireland to be explored, in addition to how the current protections in licences can be strengthened.
- [REDACTED] asked whether there is an opportunity to retain land so that a rail spur could be put into the Medite factory in Waterford. However, it was noted that this factory is on the Waterford / [REDACTED] Line and not on the Waterford / New Ross Line.
- Greenways protect railway alignments against the risk of adverse possession.
- Local authorities would argue that railway alignments that have not been used for a long time should be used for something useful e.g. for tourism purposes.

4967.25 Following further discussion the board gave its approval for the completion of the process to abandon the Waterford / New Ross Railway Line extending from Abbey Junction, Waterford City at 115 miles 1,210 yards to the boundary between the townlands of Glinn and Annefield in the County of Kilkenny at 101 miles 1,160 yards, by executing the Abandonment Order in the form presented to the board.

4967.26 **Local Enterprise Centres**

[REDACTED] advised of the need of Local Enterprise Centres for small locations for remote working. She asked whether any opportunities were available in train stations for mini enterprise hubs and small offices. She asked whether an audit of such locations could be carried out. She noted that a Government fund of [REDACTED] is available to Community Enterprise Centres.

4967.27 [REDACTED] advised that CIÉ was always supportive of local initiatives and gave examples of CIÉ properties for which it already has agreements with Community Enterprise Centres. He cautioned however that many other properties are not up to office standard and would require investment. He stated that he was reluctant to carry out an audit given that he was already familiar with suitable CIÉ properties. These have been advertised and there was limited interest in them unless they were brought up to standard and invested in. The Chairman noted possible accessibility issues with the older buildings. It was noted, however, that the Group Property Department would be supportive of any local initiatives and approaches.

[REDACTED] left the meeting at this time.

4967.28 **Review of the Risk of a Terrorism Attack on Iarnród Éireann Premises**

The memorandum previously circulated was taken as read and noted.

4967.29 [REDACTED] asked whether security clearance would be sought for people who would have access to vulnerable sites. [REDACTED] advised that he was not aware if this was a requirement in the Republic of Ireland. It was no longer a requirement in Northern Ireland since the 1990s. In addition, the security and terrorism risk in Ireland is assessed as low. The Chairman added that the policy environment in Ireland is different from the UK with respect to security issues. However, it was agreed that [REDACTED] would discuss the matter with [REDACTED]. [REDACTED]

4967.30 In response to [REDACTED], [REDACTED] advised that the new National Train Control Centre (NTCC) building in Heuston Station will be a secured site with controlled access. The risk of a terrorist attack was considered when it was designed as it is being treated as a piece of national infrastructure. [REDACTED] confirmed that even though Iarnród Éireann, Dublin City Council and An Garda Síochána would be sharing the site, they would not be sharing any systems.

4968 CAPITAL EXPENDITURE

4968.1 Capital Expenditure Proposals

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

4968.2

[REDACTED]

4968.3

[REDACTED]

4968.4 Scope Change - Galway Ceannt Station Yard Redevelopment Site Enabling Works

The board gave its approval to increase the scope and budget of the Galway Ceannt Station Yard Redevelopment Site Enabling Works Project to integrate this project with future plans for Ceannt Station taking account of the future operational requirements and reorganisation to bring together dispersed staff and avoid future abortive costs.

It was noted that:

- This will increase the approved expenditure for planning, design, construction and relocation (Phases 1 to 6) by [REDACTED] with the provision of additional accommodation, including a premium for higher than anticipated prices as a consequence of COVID – 19.
- At the time of the original approval in December 2017 the project was to be funded by Iarnród Éireann's own resources, which would be fully recovered by income generated from the development.
- All project funding and development income is managed for Iarnród Éireann within the Infrastructure Manager Multi Annual Contract (IMMAC).
- The additional expenditure is to be funded in 2020 by the IMMAC as part of the capital expenditure projects [REDACTED] transferred to IM in 2020.
- Funding in 2021 will be by the IMMAC.

4968.5

The Chairman stated that staff facilities should be incorporated into projects in the future as they should not have to use portacabins.

4968.6 Scope Change – Boston Sidings Redevelopment Site Enabling Works

The board gave its approval to increase the scope and budget of the Boston Sidings Redevelopment Site Enabling Works Project to include additional accommodation and facilities as requested by internal stakeholders and associated increased project management and design costs, thus allowing the integration of this project with future reorganisation and development plans of the IM and RU Divisions and avoid future abortive costs.

It was noted that:

- This will increase the approved expenditure for planning, design, construction and relocation (Phases 1 to 6) by [REDACTED]
- At the time of the original approval in December 2017 the project was to be funded by Iarnród Éireann's own resources which would be fully recovered by income generated from the development.
- All project funding and development income is managed for Iarnród Éireann within the IMMAC.
The additional [REDACTED] expenditure described above is to be funded by the IMMAC in 2020 and 2021.

4968.7 Scope Change – Connolly Redevelopment Site Enabling Works

The board gave its approval to increase the scope and budget of the Connolly Redevelopment Site Enabling Works Project to include additional accommodation and facilities as requested by internal stakeholders thus allowing the integration of this project with future reorganisation of the IM and RU Divisions and avoid future abortive costs.

It was noted that:

- This will increase the proposed expenditure for planning, design, construction and relocation (Phases 1 to 6) by [REDACTED]
- At the time of the original approval in December 2017 the project was to be funded by Iarnród Éireann's own resources which would be fully recovered by income generated from the development.
- All project funding and development income is managed for Iarnród Éireann within the IMMAC.
- The additional [REDACTED] expenditure described above is to be funded by the IMMAC in 2020 and 2021.

4968.8 National Car Park Programme – Design and Planning (Package A)

The board gave its approval for expenditure [REDACTED] (of which [REDACTED] is ineligible for NTA funding) to progress the preliminary design, planning and statutory processes (Phases 2 and 3 of the Project Management Procedures) for the National Car Park Programme Package A (12 car park schemes).

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

4968.9 The Chairman asked that facilities of a high quality for people with mobility impairments and for bicycles be included in the early design stages of the project.

4968.10 Connolly Vaults Redevelopment Planning and Design - Additional Funding

The board gave its approval for additional expenditure of [REDACTED] to complete the design and planning (Phases 1 to 4 of the Project Management Procedures) of the redevelopment of the Vaults premises at Connolly Station.

It was noted that:

- This redevelopment is being carried out to facilitate the relocation of the Chief Medical Officer's Department from their existing premises in Marlborough Street to Connolly Station in Dublin.
- The additional expenditure will increase the overall approved project budget to [REDACTED].
- The project is to be funded from Iarnród Éireann's / CIÉ's own resources.

4968.11 The Chairman stated that he was glad that a decision had been taken not to appeal Dublin City Council's decision to reject CIÉ's argument that the proposed works represented exempted development. Planning permission appeals should only be undertaken in very rare circumstances.

4968.12 [REDACTED] outlined the reasons for the additional expenditure required on this project and noted that the potential for a cost overrun should have been identified earlier. The Chairman stated that while a significant amount of money was not involved, the overrun was suggestive of what can happen. It was confirmed that cost control of projects is still the responsibility of Project Managers. However, the Finance Manager on [REDACTED] team also has a dotted reporting line to the centre i.e. to the Chief Financial Officer and the Chief Executive. The Chairman stated that it was important to ensure that financial controls are effective in all areas.

4968.13 Woodbrook DART Station - Phase 4 Detailed Design and Tender Action

The board gave its approval for expenditure of a further [REDACTED] to progress the detailed design and tender (Phase 4 of the Project Management Procedures) for a new DART station at Woodbrook, Dublin, between Shankill and Bray.

It was noted that:

- This will bring the total budget for this project to [REDACTED] including [REDACTED] which is ineligible for NTA funding.
- The remainder of the project is funded by the NTA.

4968.14 Accessibility Programme 2019 – Additional Funding

The board gave its approval to increase the budget of the Accessibility Programme 2019 Project by [REDACTED] due to increased project management and design costs and higher than anticipated tender prices.

It was noted that:

- This will increase the approved expenditure on this project from [REDACTED] to [REDACTED].
- The project is funded by the NTA.

4968.15 The Chairman asked that it be ensured that COVID 19 does not become the excuse for anything that may go wrong on projects.

4968.16 Accessibility Programme Edgeworthstown – Phases 5 and 6 Construction Stage

The board gave its approval to increase the budget of the Accessibility Programme Edgeworthstown Phases 5 and 6 Construction Stage by [REDACTED] as a consequence of COVID-19 where higher than anticipated tender prices have been received.

It was noted that:

- This will increase the approved expenditure on the project from [REDACTED] to [REDACTED].
- The project is funded by the NTA.
- Little is likely to be gained by putting the project out to tender again.
- The DTTAS has acknowledged that project costs are likely to increase but notwithstanding this it is their policy that projects should be proceeded with.

4968.17 Train Protection System (TPS) Alternative – Assessment Study

The board gave its approval for expenditure of [REDACTED] for a TPS Alternative Assessment Study (Phase 1 of the New Works Project Management Procedures).

It was noted that this project is to be funded by the IMMAC.

4968.18 Closeout Report

The memorandum previously circulated was taken as read and noted.

4968.19

[REDACTED]

4969 PROCUREMENT

The Chief Procurement Officer, [REDACTED], joined the meeting (via MS Teams) at this time.

4969.1 Procurement Report

The Procurement Report for Period 7 2020 previously circulated was taken as read and noted.

4969.2 Contracts

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

4969.3 Station Accessibility and Infrastructure Upgrades Consultancy Services + Car Park Development Consultancy Services

The board gave its approval for the grant of delegated authority to the Chief Executive to approve the following:

- (a) The establishment of a multi party framework agreement in two lots:
- Lot 1 = Station accessibility and infrastructure upgrades consultancy services
 - Lot 2 = Car park development consultancy services.

It was noted that:

- The proposed duration of this framework agreement is four years.
- The estimated annual value for Lot 1 is [REDACTED] while the estimated annual value for Lot 2 is [REDACTED].
- The total estimated value for both lots over the term of the framework agreement is [REDACTED].
- The funding source for the contracts to be awarded under this agreement is the NTA as part of the National Development Plan (Accessibility Programme and Car Park Expansion Programme 2020 to 2024).

- (b) The award of the following call off contracts in each lot:

- First call off contract for Lot 1
- First call off contract for Lot 2.

4969.4 The Chairman stated that credit should be given to people for excellence in accessibility works. [REDACTED] confirmed that this was part of the evaluation process.

4969.5 Supply and Delivery of End Threaded Cold Drawn High Tensile Steel Wire

The board gave its approval for the award of a contract to Fapricela SA for the supply and delivery of high tensile steel wire to be used in the manufacture of sleepers.

It was noted that:

- It is proposed to award a one year fixed priced contract with the option to extend annually up to a maximum of three years.
- Prices in Years 2 and 3 will be subject to indexation.
- The total estimated cost of the contract including the extension options is [REDACTED] (excluding VAT).
- The total non-recoverable [REDACTED].
- The funding source for this contract is the MAC.

4969.6 Supply of Electrical Consumables

The board gave its approval for the award of a contract to the incumbent, National Electrical Wholesalers, for the supply of electrical consumables.

It was noted that:

- The term of the contract is three years with the option to extend annually up to a maximum of five years.
- The total contract value is estimated to be approximately [REDACTED].
- The primary funding source for this contract is the MAC with some projects also funded by the NTA and the DTTAS.

4969.7 Supply of Rolling Stock Dampers

The board gave its approval for the award of a contract to ITT Holdings Czech Republic s.r.o. for the supply of rolling stock shock absorbers and dampers.

It was noted that:

- The proposed duration of the contract is five years.
- The estimated value of this five year contract is [REDACTED].
- The total non-recoverable VAT is estimated at [REDACTED].
- The funding source for this contract will be the Chief Mechanical Engineering Heavy Maintenance and Running Maintenance Budgets.

4969.8 Selection and Award Criteria

The memorandum previously circulated was taken as read and noted.

4969.9 Framework Agreement for Production and Delivery of Railway Ballast

The board gave its approval for the selection and award criteria as presented to establish a multi party framework agreement for the production and delivery of railway ballast subject to the Environment section of the selection criteria being strengthened.

It was noted that:

- The term of the agreement will be three years with the option to extend for a further year.
- The estimated value of this framework agreement over a maximum four year term is [REDACTED]
- The funding source for this contract is the MAC.

4969.10 The Chairman asked for the possibility of using recycled material for ballast to be explored along with other ways in which Iarnród Éireann can seek to influence the sustainable practices of suppliers. [REDACTED]

4969.11 Selection Criteria

The memorandum previously circulated was taken as read and noted.

4969.12 Supply of General Motors (GM) Locomotive Parts

The board gave its approval for the selection criteria as presented to establish a contract for a multi-party, multi-lot framework agreement for the supply of locomotive parts for the GM manufactured Iarnród Éireann Fleets 201 and 071.

It was noted that:

- It is expected that this framework agreement will operate for a period of five years.
- The total estimated contract value is [REDACTED] for all lots.
- The funding sources for this contract will be the Chief Mechanical Engineering Heavy Maintenance and Running Maintenance Budgets.

4969.13 Award Criteria

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

4969.14 Supply of Personal Protection Equipment (PPE)

The board gave its approval for the award criteria as presented to establish a framework agreement for the supply of PPE.

It was noted that:

- The term of the agreement is three years with an option to extend up to a further two years.
- The estimated value over the full year term of the framework agreement is [REDACTED]
- The primary funding source for this contract will be the IM and RU maintenance budgets.

4969.15 Manufacture, Supply, Testing and Delivery of Fully Fitted Signalling Location Cases

The board gave its approval for the award criteria as presented to establish a single supplier framework agreement for the manufacture, supply, testing and delivery of fully fitted signalling cases.

It was noted that:

- The term of the agreement will be for five years with the option to extend annually up to eight years.
- The estimated value of this framework agreement is [REDACTED].
- Call off contracts awarded under this framework agreement will be funded from the MAC.

4969.16 In response to [REDACTED], the following was confirmed:

- The cost criteria at 60% weighting is down from the usual 70% weighting because delivery of the equipment will be key.
- If a risk arises that the signalling location cases cannot accommodate future TPS equipment then Iarnród Éireann can go out to retender. This flexibility is provided for in a framework agreement. In addition, various sizes of cases are available.

4969.17 Signalling, Electrical and Telecoms (SET) Access Control System

The board gave its approval for the award criteria as presented to establish a contract for the supply and support of access monitoring equipment for use at signalling and telecoms equipment rooms and other locations nationwide.

It was noted that:

- The term of the agreement will be five years.
- The estimated value of this five year supply agreement is [REDACTED].
- The funding source for this contract will be the MAC.

4969.18 Disposals

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

4969.19 Disposal of Scrap Rail from Portlaoise Depot

The board gave its approval for the sale and disposal of approximately 1,000 tonnes of scrap rail for a value of [REDACTED] to MG Metal Trading Ltd.

4969.20 Disposal of Three Wagons

The board gave its approval for the disposal of three redundant wagons to a heritage railway, Connemara Railway, for a total value of [REDACTED]

4969.21 Procurement Advisory Papers

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

4969.22 Electrical Systems and Services Contract

The board noted the increase in the total estimated value of the current electrical systems and services contract from [REDACTED]

It was noted that:

- The increase in the cost of the contract is due to higher than anticipated usage across the business as well as the impact of NTA funding and initiatives and the DTTAS July Stimulus Package, which will drive an increased demand for requirements under this contract to upgrade electrical systems such as lighting in existing buildings, platforms and car parks.
- The funding source for the contract is a mix of the MAC, NTA funding and DTTAS funding and other resources within Iarnród Éireann and the CIÉ Group.

- 4969.23** Passenger Information System (PIS) Upgrade for the DART Class 8500 Fleet
The board noted the response to its query regarding how the award criteria and tender evaluation would address concerns around:
- Minimising downtime on the fleet during fitout,
 - Reducing the need for significant modifications to vehicle panelling and
 - Ensuring that one vendor has full responsibility for the PIS.

- 4969.24** Procurement Schedule for 2020
The updated Procurement Schedule for 2020 previously circulated was taken as read and noted.

- 4969.25** Procurement Appointment
The Chairman congratulated [REDACTED] on her appointment as Chief Procurement Officer.

- 4969.26** Procurement Policy
In response to [REDACTED] confirmed that it is a requirement of the CIÉ Group's Procurement Policy that suppliers sign a declaration of compliance with all employment legislation. Relationships with supply chains and the "greener" elements of supply chains need to be built into selection and award criteria. The Chairman stated that this was important as it may influence supplier practices. [REDACTED] stated that these issues could also be reflected in the next iteration of the Group's Sustainability Strategy.

[REDACTED] left the meeting at this time.

4970 **ADMINISTRATIVE ITEMS**

- 4970.1** Transactions for Approval, Sealing and Signing
The transactions (7) for approval and sealing at the meeting were approved and it was agreed that they would be sealed as soon as is practicable. **Appendix I**

The transaction for approval and signing at the meeting was approved and it was agreed that it would be signed as soon as is practicable. **Appendix II**

4971 **ITEMS FOR NOTING**

- 4971.1** Report to the Minister
The Report to the Minister following the board meeting on 23rd June 2020 previously circulated was taken as read and noted.

- 4971.2** Minutes of Advisory Group / Committee Meetings
The Minutes of the following meetings previously circulated were taken as read and noted:
- (a) Human Resources Advisory Group meeting 11th May 2020.
 - (b) Infrastructure Advisory Group meeting 7th May 2020.
 - (c) Board Safety Committee meeting 8th May 2020.

- 4971.3** Rolling Agenda
The up to date Rolling Agenda previously circulated was taken as read and noted.

4972 **ANY OTHER BUSINESS**

- 4972.1** The board asked for a more proactive approach to be taken to ensure that Iarnród Éireann's priorities are included in the National Mitigation Plan that has to be revisited following the recent Supreme Court ruling. It was noted that there would be a tight timescale for this.

[REDACTED]

[REDACTED] left the meeting at this time.

4973 PRIVATE SESSION

4973.1 Forthcoming Board Vacancy

The board noted that [REDACTED] term as a director is due to expire on 21st September 2020. The board acknowledged and expressed their appreciation to [REDACTED] for the contribution she had made to date to the company and the ARC. The Chairman advised that he had contacted the DTTAS on the matter and understands that officials are recommending her reappointment to the Minister.

4973.2 Board Succession Planning

[REDACTED] noted that other board vacancies will arise during 2020 and 2021. She asked how succession planning at board level is dealt with. In response, the Chairman advised that this is a matter for the Minister and Iarnród Éireann's ability to influence the outcome is marginal. However, he would be able to advise the Department and the Public Appointments Service (PAS) of the skillsets that would be required. In addition, candidates can be encouraged to apply.

4973.3 Human Resources Advisory Group (HRAG)

[REDACTED] stated that the HRAG could be wound up by the October board meeting assuming that the grading structure is finalised. Other remaining issues are general management issues. It was agreed that [REDACTED] would speak to [REDACTED] on the matter. It was also agreed that time should be set aside at board meetings for HR presentations.

[REDACTED] left the meeting at this time.

4973.4 Draft CIÉ Strategy Review

[REDACTED] re-joined the meeting at this time.

The Chairman briefed directors on a draft final strategy that had been prepared by the CIE Board Strategy Committee with assistance from PA Consulting. This proposed strategy has as its main objective to consolidate decision-making at CIÉ and away from Iarnród Éireann, Bus Éireann and Bus Átha Cliath. It would remove the chairs of the CIÉ operating companies from the CIÉ Board and seek to have engagement with the NTA, the DTTAS and other third parties at the holding company level rather than through the boards and management of the operating companies. The chairs of the operating companies had expressed dissatisfaction with the process that had been adopted and with the content of the proposals. The draft strategy had not been discussed at the CIÉ Board but initiatives were already underway at management level to implement it. The Chairman said that he would continue to ask CIÉ to engage in a collaborative process. He would continue to brief the Iarnród Éireann board on proposed changes that affect the company. Directors supported this approach.

4974 DATE AND LOCATION OF NEXT MEETING

Tuesday 20th October 2020 at 9.30am in Connolly Station and via MS Teams.

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with Dublin City Council to allow them install traffic signal ducting at Cross Guns Bridge, Binns Bridge and Newcomen Bridge for a licence period of 99 years, for a licence fee of [REDACTED].
2. Licence in duplicate with [REDACTED], for the installation, maintenance and use of a water pipe and an electric cable installed in ducts, which will be placed at each side of a new bridge, UBL039c, located at 19 miles 681 yards on the Limerick to Limerick Junction Railway Line at Shanaclogh East, Co. Limerick, in relation to the closure of Level Crossing XL061, for a nil consideration.
3. Licence in duplicate with [REDACTED], for the installation, testing, maintenance and use of a fibre optic telecoms cable at the following locations on the Shanganagh Junction to Wexford Railway Line, for a licence period of 40 years, for a licence fee of [REDACTED].
 - OBR285 – Gorey, at 59 miles 1,064 yards.
 - OBR255 – Arklow, 49 miles 891 yards.
 - OBR152 – Greystones, 16 miles 1,476 yards.
 - UBR165 – Rathnew, at 29 miles 736 yards
4. Lease in duplicate with [REDACTED] and Surrender of Lease in duplicate with [REDACTED], Trustees for and on behalf of the Rosslare Harbour Railway Social Club. The new Lease is for a period of 7 years, for a rent as follows:
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
 - [REDACTED]
5. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of 1 concrete pipe containing 2 waste water pipes and 1 plastic duct containing telemetry cables at Confey, Leixlip, Co. Kildare, at 9 miles 1,162 yards on the Liffey Junction to Galway Railway Line, as part of the Leixlip Transfer Pipeline Scheme, for a licence period of 250 years, for a licence fee of [REDACTED]
6. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of 1 concrete pipe containing 2 sewer pipes and 2 plastic ducts containing telemetry cables at Hilltown, Dunboyne, Co. Meath, at 8 miles 1,234 yards on the Clonsilla to M3 Parkway Railway Line, as part of the Leixlip Transfer Pipeline Scheme, for a licence period of 250 years, for a licence fee of [REDACTED]
7. Agreement for Lease in duplicate with CWGS Investments Ltd. (Landlord), CIÉ and Iarnród Éireann (Tenant) and Lease with Schedule of Works (Order of Magnitude for Costs) in duplicate with CWGS Investments Ltd. (Landlord), Pluvia Management Company Ltd., and CIÉ and Iarnród Éireann (Tenant) in relation to a 202 space car parking facility at Sallins/Naas Railway Station, for a term of 10 years, for a rent of [REDACTED] subject to review after 5 years, in line with the Consumer Price Index.

Company Secretary
Iarnród Éireann
25th August 2020

TRANSACTION FOR APPROVAL AND SIGNING

1. Licence in duplicate with [REDACTED] granting him a 10 year licence for a plot of land to the rear of 39a Mews Lane, North Circular, Dublin 7, for recreational purposes, for a licence fee of [REDACTED]
[REDACTED]

Company Secretary
Iarnród Éireann
25th August 2020

STRICTLY PRIVATE AND CONFIDENTIAL

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

**IARNRÓD ÉIREANN - IRISH RAIL
(the "COMPANY")**

**MINUTES OF THE THREE HUNDRED AND FORTYFOURTH
BOARD MEETING HELD ON TUESDAY 20th OCTOBER 2020
AT 9.30AM IN CONNOLLY STATION, DUBLIN
(the "MEETING")**

PRESENT:	Mr. [REDACTED]	Chairman
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	Dr. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	(collectively referred to as the "board and/or "Director/s")	
IN ATTENDANCE:	Mr. [REDACTED]	Chief Financial Officer*
	Mr. [REDACTED]	Commercial Director */**
	Mr. [REDACTED]	Director Infrastructure Manager */**
	Mr. [REDACTED]	Incoming Company Secretary
	Ms. [REDACTED]	Outgoing Company Secretary */**
	Mr. [REDACTED]	Director Railway Undertaking */**
	Mr. [REDACTED]	Group Property Manager, CIÉ */**
	Ms. [REDACTED]	Chief Procurement Officer */**
	Ms. [REDACTED]	Procurement Manager */**
	Mr. [REDACTED]	Chief Executive
	Mr. [REDACTED]	Director Capital Investments */**
	Mr. [REDACTED]	Chief Executive, CIÉ */**
	Ms. [REDACTED]	Limerick District Manager */**
	Mr. [REDACTED]	Managing Director - Gavin & Doherty Geosolutions */**
	Mr. [REDACTED]	General Manager Rail Freight & Rosslare Europort */**
	Mr. [REDACTED]	Project Manager TPS Trackside */**

**via Microsoft Teams*

***for part of the Meeting*

MIN NO.

4975 CONSTITUTION OF THE MEETING

- 4975.1 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 [REDACTED] would act as Chairman.
- 4975.2 It was further noted that due to travel restrictions in place in response to the COVID-19 pandemic, the Meeting was to take place virtually via Microsoft teams. Each participant of the Meeting confirmed that they could hear each other speak.

4976 DIRECTORS' INTERESTS

- 4976.1 It was noted that no Director had had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

4977 CHAIRMAN'S COMMENTS

- 4977.1 The Chairman thanked Ms [REDACTED] for many years of great service as Company Secretary and her assistance with the transition of Mr [REDACTED] as Company Secretary.
- 4977.2 The Chairman noted that Ms [REDACTED] had been reappointed to a new term for a period of three years on 21st September 2020. The Chairman further noted that Ms [REDACTED] and Mr [REDACTED] terms of office were due to expire on 30th November 2020.
- 4977.3 The Chairman advised that traditionally the first board meeting of a new year would see the board hold a 'board strategy day' at one of the Company's regional offices but due to COVID-19 and travel restrictions, he suggested that the January 2021 board strategy meeting would most likely be held virtually. The Chairman welcomed ideas from any of the Directors or Meeting attendees to provide suggestions and ideas to the Chairman for the 2021 Strategy day.
- 4977.4 The Chairman reported that he had meetings with the Minister for Transport (the "Minister") who expressed support for the Company's outlook and encouraged the Company to bring forward proposals for additional services in regional cities and for rail freight.

4978 MINUTES

- 4978.1 The Chairman presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meetings of the Company held on 25th August 2020 which had been circulated in advance of the Meeting (the "Previous Minutes"). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairman of the meeting be and is hereby approved.

4978 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 4978.2 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points had been closed aside from those discussed below.
- 4878.3 25/08/2020 - 652 - Does TEN-T funding cover Shannon / Foynes – [REDACTED] reported that no TEN-T funding was currently available but noted that the government was in process in lobbying for their inclusion.
- 4878.4 573 - Putting Irish language "fadas" on printed tickets / seat reservations – Mr [REDACTED] advised that all of the Company's fleet had successfully tested for 'fadas' on seat displays and would be reinstated once capacity restrictions were relaxed. Mr [REDACTED] further advised that an upgrade for printed tickets was scheduled to be introduced by the end December 2020. The Chairman asked that the action item be retained until the changes had been fully implemented.

Ms [REDACTED] joined the Meeting

4979 STRATEGY

Presentation on Limerick District

- 4979.1 Ms [REDACTED] introduced herself to the board and noted that she acted as the Limerick District Manager. Ms [REDACTED] extended an invitation to the board to hold a meeting at the board room in Limerick. Ms [REDACTED] noted that Limerick Junction station had a new bridge installed and talked the board through a concept design image for the planned revised train and bus station at Limerick Colbert station.

- 4979.2 Ms [REDACTED] advised that there were many future improvements that were envisioned for the Limerick region such as dual track, a new central station and electrification of the railway lines. [REDACTED] further advised that the establishment of new stations at Parkway, Moyross, Dooradoyle, Ardare and Cratloe formed part of the Limerick District railway development.
- 4979.3 Ms [REDACTED] noted that Adare was to host the Ryder Cup in 2026 and encouraged the board to develop a regional network in advance of Ryder Cup being hosted.
- 4979.4 Ms [REDACTED] reported that a master-planning initiative for a new cultural district near Colbert Train Station explored how a strategic land bank in excess of 50 hectares under state ownership can be developed to create a new 21st Century urban neighbourhood at Limerick's city centre which was located adjacent to the Limerick Colbert Station.
- 4979.5 Ms [REDACTED] proposed that consideration be given to the extension of the Western Rail Corridor and to re-open the Limerick-Foynes line. Ms [REDACTED] noted that these plans could also include the opening of railway stops for both freight and passenger at Shannon airport. Ms [REDACTED] queried if research had been conducted on the Shannon airport rail link cost vs. potential passenger numbers. [REDACTED] advised that a study had identified the route as high cost and would be used to grow the airport itself but noted that this research in question was dated. [REDACTED] added that new research would need to be conducted with a focus on this passenger costs and regional benefits.
- 4979.6 Ms [REDACTED] asked that consideration be made for the electrification of the Limerick District's rail lines, in addition to a plan for a highspeed train service from Cork/Limerick to Belfast/Derry.
- 4979.7 Ms [REDACTED] praised the Company's staff located at Limerick District and noted that the staff were eager to assist mobility-impaired passengers. Ms [REDACTED] advised that a new lift had been installed at Ennis train station.
- 4979.8 The Chairman thanked Ms [REDACTED] for her presentation and noted that the board would visit Limerick Colbert station at some stage in the future.

Ms [REDACTED] left the Meeting

Mr [REDACTED] and Mr [REDACTED] joined the Meeting

Wind Energy Report Rosslare

- 4979.9 [REDACTED]
- 4979.10 [REDACTED]
- 4979.11 [REDACTED]
- 4979.12 [REDACTED]
- 4979.13 [REDACTED]

4979.14

[REDACTED]

4979.15

[REDACTED]

4979.16

[REDACTED]

4979.17

[REDACTED]

4979.18

[REDACTED]

4979.19

[REDACTED]

Mr [REDACTED] and Mr [REDACTED] left the Meeting

Mr [REDACTED] entered the Meeting

DART Expansion progress report (the “DART+ Report”)

4979.20 Mr [REDACTED] presented that the DART+ Report which had been circulated in advance of the Meeting. The board duly noted the contents of the DART+ Report.

Train Protection System (“TPS”) update on outstanding technical issues and national roll-out advisory papers (together being the “TPS Reports”)

4979.21 Mr [REDACTED] presented the TPS Reports as included in the board pack, circulated in advance of the Meeting.

4979.22 The Chairman noted that there had been residual issues arising from discussions at previous board meetings. Ms [REDACTED] noted that the Board Safety Committee (“BSC”) had discussed a plan to test for such risks at the preplanning stage.

4979.23 Mr [REDACTED] noted that there was a capital allocation expenditure approval (“CAPEX”) paper included in the board materials for approval with regards to the TPS. Ms [REDACTED] queried if this CAPEX paper for TPS included electromagnetism interference. Mr [REDACTED] advised that he was to provide further clarity on this at the next Infrastructure advisory group (“IAG”) meeting.

4979.24 Mr [REDACTED] explained that the TPS provided more protection than the current system which was in place and that it would help to reduce rail incidents and provide additional train speed protection. The Chairman noted that it was very large project and queried the total budget approved thus far. Mr [REDACTED] replied that the TPS CAPEX paper sought [REDACTED] which brought the total expenditure approved for TPS to [REDACTED].

- 4979.25 The board duly noted the DUG Note, as included in the board The Chairman noted that that the DUG Note recommended the appointment of an independent chair for the Company's Access Advisory Group ("IEAAG").
- 4979.26 Ms [REDACTED] advised that it was imperative that members of the IEAAG had full and comprehensive inductions provided upon appointment.

Composition of Board Advisory Groups & Committees

- 4979.27 The board duly noted the advisory note on the composition of board advisory groups and committees (the "AGC note").
- 4979.28 Mr [REDACTED] advised that the AGC note recommended that the number of advisory groups and committees be reduced from eight to five. Mr [REDACTED] further advised that a DART+ advisory group should be established.
- 4979.29 Mr [REDACTED] reported that the ACG note advised that the Trains Advisory Group ("TAG") and Infrastructure Advisory Group ("IAG") be combined into one advisory group and be named the Service Delivery Advisory Group ("SDAG"). Ms [REDACTED] advised that it was important that SDAG included topics currently reviewed and discussed by IAG. The board requested that a draft agenda be provided to the board for review at the next board meeting.¹ Mr [REDACTED]
- 4979.30 The Chairman welcomed the new format of the IAG report to the board as included in the board pack.
- 4979.31 Mr [REDACTED] queried the reporting line for a capital investments advisory group ("CIAG"). [REDACTED] replied that this would fall within the scope of SDAG.

Iarnróid Éireann: Delivering Sustainability for 21st Century Ireland (the "Sustainability Report")

- 4979.32 The board duly noted the Sustainability Report as included in the board pack.
- 4979.33 Ms [REDACTED] noted that it was important that the Company's definition and tracking of diversity included both gender and ethnicity.
- 4979.34 The board noted that the Sustainability Report was very comprehensive but requested that a shorter version which included infographics be drafted for a wider reader base. [REDACTED] confirmed that this was being drafted.

4980 CHIEF EXECUTIVE'S REPORT

- 4980.1 Mr [REDACTED] presented the Chief Executive's report ("CEO Report") and key performance indicators dashboard (the "KPIs") for the Company's reporting period 10 ("P10") that had been included in the board pack.
- 4980.2 Mr [REDACTED] reported that there had been three level crossing incidents on 12th September 2020, 22nd September 2020 and 2nd October 2020 and noted that all incidents involved the level crossing being struck by a road vehicle.
- 4980.3 The Chairman referred to the note in the CEO Report that the CCRP Phase 2, 3 and 4 construction had been pushed out from May 2020 to June 2021. Mr [REDACTED] advised that the majority of these works would be completed during the October 2020 bank holiday weekend. The Chairman questioned if this project's budget costings had increased. Mr [REDACTED] replied that there had been an overrun of 2%.

¹ Action Point – Mr [REDACTED]

- 4980.4 [REDACTED] reported that there have been a total 20 confirmed COVID-19 cases among staff, 4 of which are currently absent from work and advised that there had been 16 confirmed cases recorded in the period 4th September 2020 to 2nd October 2020.
- 4980.5 Mr [REDACTED] reported that total Passenger revenue of [REDACTED] million was ([REDACTED]) adverse to forecast in P10 and that year to date passenger revenue compared to prior year was ([REDACTED]) ([REDACTED]) adverse.
- 4980.6 Mr [REDACTED] noted that the gross Public Service Obligation (“PSO”) funding of [REDACTED] million was a favourable forecast of [REDACTED]m and explained that this was due to an increased requirement for PSO funding of [REDACTED]m in order to achieve breakeven in the P10 and €[REDACTED] million of other capital projects underspent. [REDACTED] advised that the Company held monthly meetings with the DOT with regards to PSO funding and obligations.
- 4980.7 Mr [REDACTED] reported that capital enhancement funding of [REDACTED] was averse to forecast [REDACTED]) due to overall infrastructure capital investment works running behind plan.
- 4980.8 The Chairman queried the status of finalising the Company’s annual audited financial statements for the year ended 31st December 2019 (the “Financial Statements”). Mr [REDACTED] advised that the Company was awaiting a letter of support to be issued by CIE and noted that this should be forthcoming in mid-November. Mr [REDACTED] confirmed that the Financial Statements would be presented to the board on a going concern basis and not a material uncertainty basis. The board requested that the Company Secretary organise an additional board meeting for 17th November 2020. Mr [REDACTED]
- 4980.9 Mr [REDACTED] noted that while undergoing routine maintenance at LTCD, staff noticed signs of heat damage to the final drive of ICR unit 22301. Mr [REDACTED] advised that the Low Rail Adhesion campaign continued. Ms [REDACTED] noted that there the CEO Report referred to DART wheel wear and tear and queried if this matter was being investigated. Mr [REDACTED] advised that an external consultant had been engaged to review this issue and undertook to circulate a copy of their report to the board once finalised. Mr [REDACTED]:
- 4980.10 Mr [REDACTED] reported that [REDACTED] million refund/credits had been processed for Tax saver by the Company. The Chairman noted that that no plans had been formalised with regards to introducing the leap card outside of Dublin to date.
- 4980.11 Mr [REDACTED] noted that a communications strategy highlighting the major lift upgrade project had commenced.
- 4980.12 Mr [REDACTED] advised that the Government’s Jobs Stimulus package that provided funding had been secured for the Cork Line Relaying Project (“CLRP”) from this stimulus package. Mr [REDACTED] advised that the Company may seek additional funding for CLRP from this funding from CIE. Ms [REDACTED] queried if this package could be used to fund CCTV upgrades. Mr [REDACTED] replied that funding awards were linked to job creation and thus an application could not be submitted with regards to CCTV.
- 4980.13 Mr [REDACTED] reported that the infrastructure management (“IM”) business was budgeting to breakeven in 2021 with a total programme of works costing [REDACTED]million planned to be spent. Mr [REDACTED] noted that a major area of underfunding was in Freight Track Access Charges (“TAC”). This reduction in TAC would be mitigated by reducing work on the Navan line. [REDACTED] noted that Navan had a population of 30,000 and queried if this rail freight route could be restructured as a passenger route. [REDACTED] responded that alternative funding would need to be sourced for a passenger route project.
- 4980.14 The Chairman and the board duly noted the letter dated 29th September 2020 from the NTA which thanked the Company for the leadership, dedication and hard work in relation to progressing new hygiene measures to deal with COVID-19.

4981 ADVISORY/POLICY PAPERS

Audit and Risk Committee (“ARC”) Report

- 4981.1 Ms [REDACTED] presented the ARC Report to the board and noted that it detailed the key items discussed at the ARC meeting held on 12th October 2020.

Budget 2021

- 4981.2 Mr [REDACTED] presented the Company’s Budget 2021 (the “**Budget**”) to the Board. Mr [REDACTED] noted that the Budget had been reviewed by the ARC and that the ARC recommended to the board that the Budget be approved, subject to receipt of the funding detailed within the Budget. Mr [REDACTED] advised that the Budget was fully funded but noted that TAC was underfunded by [REDACTED] million per annum and also the source funding for railway undertaking buildings funding had to be determined and advised that it may be decided that funding should be provided out of the MAC or from another funding source. The Chairman queried if the Company was to discuss these issues with the NTA. Mr [REDACTED] confirmed that a meeting was scheduled to discuss both issues with the NTA. **IT WAS RESOLVED** that the Budget be and is hereby approved subject to the receipt of funding.

Route Profitability Analysis (“RPA”) Summary

- 4981.3 Mr [REDACTED] presented the RPA Summary, as included in the board pack.
- 4981.4 The Chairman noted that Limerick to Ballibrophy and the Limerick Junction to Waterford routes stood out as requiring the largest subvention per journey for the Company. The Chairman requested that the complete RPA be shared with the board. Mr [REDACTED]

Third Party & Employer Liability Claims Provision Policy

- 4981.5 Mr [REDACTED] presented the Company’s third party and employer liability claims provision policy (the “**Provision Policy**”) and advised that the Provision Policy had been drafted due to a recommendation from Deloitte following its observations and recommendations in relation to the claims provision in the Company’s draft 2019 annual report. **IT WAS RESOLVED** that the Provision Policy be and is hereby approved in the form presented to the Meeting.

Board Safety Committee (“BSC”)

- 4981.6 Ms [REDACTED] presented the BSC Report to the board and noted that it detailed the key items discussed at the BSC meeting held on 9th October 2020.

Infrastructure Advisory Group (“IAG”)

- 4981.7 The board noted the IAG Report which detailed the key items discussed at the IAG meeting held on 20th October 2020. The Chairman noted that the format and contents of the IAG report provided the Board with a clear summary of the items discussed.

Human Resources Advisory Group (“HRAG”)

- 4981.8 Dr [REDACTED] presented the HRAG Report to the board and noted that it detailed the key items discussed at the HRAG meeting held on 12th October 2020.
- 4981.9 The Chairman noted that Mr. [REDACTED] was the agreed choice to Chair Joint Industrial Relations Council.

Advisory Paper on the Update on Infrastructure Manager Multi Annual Contract (“IMMAC”) Review

- 4981.10 The Chairman noted that the MAC was underfunded. Mr [REDACTED] advised that this underfunding had occurred due to the drop of revenue for the Company due to the impact of COVID-19.

Quarterly Risk Report

- 4981.11 The board duly noted the Company's quarterly risk report and risk register. The Chairman queried if TPS should be included on the risk register. **Chief Risk Officer**
- 4981.12 The Chairman questioned if coastal erosion should be included on the Company's risk register. **Chief Risk Officer**
- 4981.13 Ms [REDACTED] advised that the full BDO annual report had been reviewed and discussed by the ARC and advised that BDO had found a high level of compliance of the Company with its risk management framework.

Note on air conditioning on trains

- 4881.15 The board noted that the advisory note on air conditioning on trains. Ms [REDACTED] advised that the Rail Safety and Standards Board ("RSSB") had conducted research on the upgrading of air conditioning on trains and requested that the Company liaise with the RSSB with regards to their findings. **Mr [REDACTED]**

Property Items

- 4881.16 The board noted the paper on property items that sought certain abatement of rents.
- 4881.17 The board further noted that a paper had been included for a review, and if thought fit, approval of the following:

Authority is sought from the Boards of Iarnród Éireann and CIÉ to acquire a 1.38 acre secure compound and access at the Curragh, Pollardstown, Co. Kildare on the Dublin – Cork line for a total cost of [REDACTED]. (the "Curragh Compound Proposal")

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

Asset Disposal – Rail Panels to Heritage Railway

- 4881.18 The Chairman noted that it was proposed thirty used rail panels be disposed of to the Connemara Railway Society for preservation for the sum of € [REDACTED] (the "Rail Panels Proposal").

IT WAS RESOLVED that the Donation Proposal be and is hereby approved.

4982 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 4982.1 Mr [REDACTED] presented the CAPEX proposal paper for the TPS project testing (the "TPS Proposal"). [REDACTED] advised that the on-site testing stage of the project (Stage 0) was to prove all aspects of the TPS project on-site in a safe and controlled manner. The system would be fully tested using the Company's rolling stock, drivers and infrastructure maintainers and the tests would examine the functional performance of the system to prove all operational modes of the system required for national roll out. Mr [REDACTED] noted that the approval of the board was sought for expenditure of [REDACTED] million for the on-site testing stage of the TPS project. **IT WAS RESOLVED** that the TPS Proposal be and is hereby approved.
- 4983.3 Mr [REDACTED] presented the CAPEX proposal paper for the design and tender of Kishoge station. Mr [REDACTED] noted that approval was being sought for expenditure of [REDACTED] (of which [REDACTED])

was ineligible for NTA funding) to complete scoping studies and progress preliminary design, statutory processes, detailed design and tender action for the redesign of Kishoge Station to meet current stakeholder and statutory requirements with the project being funded by the NTA.

- 4984.4 Mr [REDACTED] noted that Kishoge station was not staffed. The Chairman queried the rationale for the redesign. [REDACTED] advised that the station had been subject to anti-social behaviour and required modernisation, including a new PA and CCTV system was to be installed at the station. The board requested that the proposal for Kishoge be reviewed and submitted to the board for approval at the next board meeting. Mr [REDACTED]
- 4985.5 The board noted that [REDACTED] was being sought to complete the detailed design and tender action for a new footbridge adjacent to the Malahide Viaduct (the “**Footbridge Proposal**”). The works are being carried out by the Company on behalf of Fingal County Council (“**FCC**”), who would reimburse the costs. **IT WAS RESOLVED** that the Footbridge Proposal be and is hereby approved in the form presented to the Meeting.
- 4986.6 The board noted that [REDACTED] was being sought to complete undertake tender activity up to identification of a preferred consultant for Project Concept, Feasibility & Option Selection Stage (part of Phase 1 of the New Works Project Management Procedures) for the Cork Metropolitan Area Transportation Strategy implementation (the “**CMATS Proposal**”). It was further noted that the programme was subject to funding by the NTA (aside from [REDACTED]). **IT WAS RESOLVED** that the CMATS Proposal be and is hereby approved in the form presented to the Meeting.
- 4986.7 The board noted that the approval was being sought for the expenditure of [REDACTED] million (including non-recoverable VAT) to replace the on-board passenger information system on the DART fleet Classes 8500, 8510, 8520 EMU (the “**PIS System Proposal**”) and that the NTA had agreed to provide this funding. **IT WAS RESOLVED** that the PIS System Proposal be and is hereby approved in the form presented to the Meeting.
- 4986.8 The board noted that the approval was being sought for the expenditure of [REDACTED] million (including non-recoverable VAT) to replace the CCTV system on the entire MKIV Intercity fleet (the “**CCTV Proposal**”) and that the NTA have agreed to provide funding. **IT WAS RESOLVED** that the CCTV Proposal be and is hereby approved in the form presented to the Meeting
- 4986.9 The board noted that the approval was being sought for the capital expenditure of [REDACTED] million (including non-recoverable VAT) and to award a contract under the IM Roofing Framework to replace and upgrade life expired roofs on CME Workshops and Material Stores at Inchicore (the “**Inchicore Roofing Repairs Proposal**”) and that funding was provided by the IMMAC. **IT WAS RESOLVED** that the Inchicore Roofing Repairs Proposal be and is hereby approved in the form presented to the Meeting
- 4986.10 The board noted that the approval was being sought for the planned capital expenditure of [REDACTED] million for planned Heavy Maintenance on the Company’s fleet during 2021, that was subject to NTA funding approval (the “**CME Proposal**”). **IT WAS RESOLVED** that the CME Proposal be and is hereby approved in the form presented to the Meeting.
- 4986.11 The board noted that the approval was being sought for the purchase and subsequent disposal of a house and lands at [REDACTED] for a total cost of [REDACTED] including reasonable legal and agents costs to facilitate the closure of Level Crossing [REDACTED] (the “**Level Crossing Proposal**”) and that funding was provided under the IMMAC. **IT WAS RESOLVED** that the Level Crossing Proposal be and is hereby approved in the form presented to the Meeting.

Close-out Reports

- 4986.12 The board acknowledged that the Tunnel Project had completed all of the approved objectives with the final out-turn cost was [REDACTED] million, [REDACTED] the approved budget.

Ms [REDACTED] and Ms [REDACTED] joined the Meeting

4987 **PROCUREMENT**

- 4987.1 Ms [REDACTED] introduced Ms [REDACTED] to the board and noted that [REDACTED]
[REDACTED] The board welcomed Ms [REDACTED] to the Meeting.

- 4987.2 Ms [REDACTED] referred to the table that listed the KPIs and noted that the KPI that had been flagged as red related to an obligation to have Biofuel certificates in place for recurring contract which had been renewed. Ms [REDACTED] explained that the cost of such certificates was [REDACTED] per unit whereas the fine was [REDACTED] per unit and thus it had been determined that putting such certificates in place was not cost effective for the Company.

Procurement Proposals

- 4987.3 Ms [REDACTED] presented the procurement proposal paper for the contract award to EMR Integrated Systems for the supply and support of replacement voice, video and data transmission technology used to support train movements to new Internet Protocol (IP) based technology including associated design and maintenance support services (the “**Supply & Support Agreement**.”)
- 4987.4 Ms [REDACTED] noted that it was proposed to award a six-year single supplier framework agreement for the design, supply, testing, and commissioning of the equipment. The scope of the framework Supply & Support Agreement would also include the provision of technical support for the initial deployment stages. It was also proposed to enter into an eight-year long term maintenance support services contract, commencing in 2026.
- 4987.5 Ms [REDACTED] advised that the total estimated cost of the six-year single supplier framework agreement is [REDACTED] million (excl. VAT) and the total non-recoverable VAT over the term was estimated to be [REDACTED] million. The total estimated value of the eight year maintenance agreement is was [REDACTED] (excl. VAT), with the total non-recoverable VAT estimated at [REDACTED]. Ms [REDACTED] reported that the primary funding source for this contract would be the National Train Control Centre (“NTCC”) project with future funding from MAC for ongoing maintenance and renewal projects.

IT WAS RESOLVED that Supply & Support Agreement be and is hereby approved.

- 4987.6 Ms [REDACTED] presented the procurement proposal paper for the award of a contract to IKUSI SLU for the PIS upgrade for the DART EMU Class 8500 Fleets (the “**PIS Contract**”) and advised that the PIS system was expected to be fully upgraded in 2021. It was noted that the estimated cost of this contract was [REDACTED] million (excl. VAT) with the estimated nonrecoverable VAT of [REDACTED]. Ms [REDACTED] noted that the external funding source for this contract would be the NTA 2020 Capital Funding Programme.

IT WAS RESOLVED that the PIS Contract be and is hereby approved.

- 4987.7 Ms [REDACTED] noted that the board originally approved the award criteria in May 2020 for the contract for mast and tower maintenance, inspection, rigging and cabling services (the “**Mast and Tower Contract**”). Ms [REDACTED] advised that during the development of the technical specification, a number of requirements had been identified as mandatory and therefore it was being proposed to add in an additional mandatory criterion to assess these requirements on a pass/fail basis. The other proposed award criteria remain the same as per the paper approved in May. **IT WAS RESOVLED** that the Mast and Tower Contract award criteria be amended as proposed.

Procurement Schedule for 2020

- 4987.9 The board noted the updated Procurement Schedule for 2020 which had been circulated in advance of the Meeting.

Ms [REDACTED] and Ms [REDACTED] left the Meeting

4988 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 4988.1 Mr [REDACTED] presented the transactions that were required to be approved, executed and sealed and noted that the details of such had been appended to the Meeting minutes at appendix I and appendix II (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.

Change of Company Secretary

- 4988.2 The board noted that the Ms [REDACTED] had recently retired as the Assistant Company Secretary and that Mr [REDACTED] had commented employment with the Company on 1st October 2020. The board further noted that Ms [REDACTED] the CIE Group Secretary acted as the Company's Secretary.
- 4988.3 The Chairman noted that a resignation letter from Ms [REDACTED] dated 20th October 2020 had been included in the board, in addition to his written response to Ms [REDACTED]
- 4988.4 The Chairman, on behalf of the board, acknowledged Ms [REDACTED] many years of contribution to the Company as Secretary and commented that Ms [REDACTED] had conducted her role with the upmost professionalism and dedication.
- 4988.5 The Chairman noted that it was proposed that Mr [REDACTED] be appointed as Company Secretary with effect from 21st October 2020. The board noted that Mr [REDACTED] had the necessary skills and experience to discharge the relevant statutory and other duties as expected.

IT WAS RESOLVED that:

- i. The board accept the resignation of Ms. [REDACTED] as Company Secretary with effect from 20th October 2020;
- ii. That Mr [REDACTED] be appointed as Secretary with effect from 21st October 2020;
- iii. That Mr [REDACTED] be authorised to authenticate the Company's seal in place of Ms [REDACTED] with effect from 21st October 2020; and
- iv. That [REDACTED] complete and file a Form B10 with the CRO for his appointment and Ms [REDACTED] resignation. Mr [REDACTED]

Appointment of Auditors

- 4988.6 The board noted that following a tendering competition during 2020, the appointment of Mazars Ireland LLP was being recommended by the ARC to the board for the 2021, 2022 and 2023 audits, with an option to extend for the 2024 and 2025 audits.
- 4988.7 The board further noted that Section 19(3) of the Transport (Re-Organisation of Córas Iompair Éireann) Act, 1986 required the Company to appoint auditors with the approval of the board in conjunction with the consent of the Minister for Transport.
- 4988.8 **IT WAS RESOLVED** that, subject to the consent of the Minister for Transport, Mazars Ireland LLP Chartered Accountants and registered Auditors, be and are hereby appointed as auditors for the year ended 31st December 2020 and that the remuneration of the auditors be fixed at no more than [REDACTED] plus VAT for the 2020 audit, and [REDACTED] plus VAT for tax compliance services.

Supplement Code of Practice for the Governance of State Bodies

- 4988.9 The board noted that on 10th September 2020, the Minister for Public Expenditure and Reform Michael McGrath TD had published a new Annex on Gender Balance, Diversity, and Inclusion to supplement the existing Code of Practice for the Governance of State Bodies (the "**Code**").

Informal Board Review

- 4988.10 Mr [REDACTED] noted that a copy of the Code's board review questionnaire had been included in the board pack and requested that each Director complete a copy and provide it to the Secretary prior to the next board meeting. **The Directors**

4989 APPENDICES FOR NOTING

- 4989.1 The board **HEREBY NOTED AND RATIFIED** the following documents which were appended to the board pack circulated in advance of the Meeting:

- i. ARC Minutes dated 11th May 2020
- ii. IAG Minutes dated 7th May 2020
- iii. HRAG Minutes dated 11th May 2020
- iv. Forward Agenda

left the Meeting.

4990 ANY OTHER BUSINESS

4990.1 The board noted that the next Board meeting was scheduled to be held on Tuesday, 1st December 2020 at 9:30am in Connolly Station and via Microsoft Teams.

4990.2 There being no further business, the Chairman called the Meeting to a close.

Chairman _____

Date _____

TRANSACTIONS FOR APPROVAL AND SEALING

1. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of 2 watermain at the following locations for a licence period of 250 years, for a licence fee of [REDACTED] per location).
 - UBC406 at 165 miles 1,057 yards on the Cork to Cobh Railway Line
 - UBC405 at 165 miles 380 yards on the Dublin to Cork Railway Line
2. Licence in duplicate with Cork County Council, granting Iarnród Éireann a wayleave for the installation of a pipe for gas supply to Mallow Railway Station for a term of 6 week for a licence fee of [REDACTED]
3. Agreement in duplicate and Closure Agreement in duplicate with Mr. [REDACTED], in relation to the closure of Level Crossing XL030 at 9 miles 1,107 yards on the Limerick to Limerick Junction Railway Line, for a consideration of [REDACTED].
4. Agreement in duplicate and Closure Agreement in duplicate with Mr. [REDACTED], in relation to the closure of Level Crossing XG116 at 85 miles 1,550 yards on the Athlone to Galway Railway Line for a consideration of [REDACTED]

Company Secretary
Iarnród Éireann
20th October 2020

TRANSACTION FOR APPROVAL AND SIGNING

1. Licence in duplicate with Ms. [REDACTED] for a plot of land at Ballykillane, Co. Laois, for the grazing of cattle and sheep, for a licence period of 10 years, for a licence fee of [REDACTED] per annum.
2. Licence with The County Council of the County of Wexford, for access to lands from Abbey Junction, Waterford City, at 115 miles 1,210 yards to the southern boundary of the Red Bridge over the River Barrow including any railway structures located thereon, to carry out works in the Townland of Ballyverneen and the construction of secure fencing along the line, for a licence period from 6th July, 2020 to 31st December, 2020, for a licence fee of [REDACTED]
3. Licence with Mr. [REDACTED] for a mobile kiosk at Sallins & Naas Railway Station, Co. Kildare, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.
4. Licence with Ms. [REDACTED], for a mobile kiosk at Ennis Railway Station, Ennis, Co. Clare, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.
5. Licence in duplicate with The Shoreline Partnership, to facilitate access and a temporary works compound at [REDACTED], Baldoyle, Dublin, in connection with railway works, for a licence period from date of execution of this Licence Agreement until 31st December, 2021, for a licence fee of [REDACTED] per annum.
6. Licence in duplicate with Tetra Ireland Communications Ltd., for the installation, operation, upgrade, and maintenance of their telecommunications equipment on the Irish Rail mast at Skerries Railway Station, Co. Dublin, for a licence fee of 5 years, for a licence fee of [REDACTED] per annum.

Company Secretary
Iarnród Éireann
20th October 2020

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 FORTY FIFTH
BOARD MEETING HELD ON TUESDAY 17th NOVEMBER 2020
AT 3.00PM IN CONNOLLY STATION, DUBLIN
(the "MEETING")**

PRESENT:	Mr. [REDACTED]	Chairman*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	Dr. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	(collectively referred to as the "board and/or "Director/s")	
IN ATTENDANCE:	Mr. [REDACTED]	Chief Financial Officer ("CFO")
	Mr. [REDACTED]	Company Secretary
	Mr. [REDACTED]	Chief Executive ("CEO")
	Mr. [REDACTED]	Chief Executive, CIÉ*

**via Microsoft Teams*

***for part of the Meeting*

MIN NO.

4991 CONSTITUTION OF THE MEETING

- 4991.1 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 [REDACTED] would act as Chairman.
- 4991.2 It was further noted that due to travel restrictions in place in response to the COVID-19 pandemic, the Meeting was to take place virtually via Microsoft teams. Each participant of the Meeting confirmed that they could hear each other speak.

4992 DIRECTORS' INTERESTS

- 4992.1 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.

4993 AUDIT REPORT

- 4993.1 The Chairman noted that a copy of the Deloitte (the "**Auditors**") audit report presentation had been included in the board pack. Ms [REDACTED] reported that representatives from the Auditors had provided a detailed presentation to the Company's audit and risk committee ("**ARC**") on 13th November 2020. [REDACTED] added that the ARC, prior to this formal meeting of the ARC, had met with the Auditors and the Company's CFO and finance team on several occasions to review and discuss the contents of the Company's Financial Statements for the period 1st January 2020 to 31st December 2020 (the "**Financial Statements**").

4993.2 Ms [REDACTED] reported that following the aforementioned meetings and by way of resolution on 13th November 2020, the ARC was recommending that the Board approve the Financial Statements. The Chairman queried if any instances of fraud had been identified during the audit or ARC review of the Financial Statements. Ms [REDACTED] confirmed that no instance of fraud or irregularities had been identified by the ARC during its review and discussions of the Financial Statements. [REDACTED] added that the both executive management team and the Auditors had plenty of opportunities to highlight any concerns and advised that the ARC wished to note that both the Auditors and the executive management team had been cooperative and helpful during the ARC's reviews and discussions.

4994 AUDIT LETTER OF REPRESENTATION

4994.1 The Chairman noted that an audit letter of representation addressed to the Auditors from the board (the "**Letter of Representation**") with regards to the Financial Statements had been included in the board materials.

4994.2 Ms [REDACTED] noted that the ARC had not identified any issue to be highlight to the board with regards to the Letter of Representation and confirmed that the ARC was recommending approval to the board.

4995 DRAFT CIÉ LETTER OF SUPPORT

4995.1 The Chairman noted that a draft letter of support from CIÉ to the Company (the "**Support Letter**") had been circulated in advance of the Meeting. The board noted that the Support Letter was to be put before the CIÉ board on 18th November 2020 for approval.

4996 NATIONAL TRANSPORT AUTHORITY ("NTA") LETTER

4996.1 The board noted that a letter dated 11th November 2020 from the NTA to the CEO (the "**NTA Letter**") had been included in the board materials. The board further noted that the Company had signed a ten-year Direct Award Contract with the NTA, effective from 1st December 2019 (the "**PSO**") and that the NTA Letter confirmed the NTA's commitment to continue to honour its commitments under the PSO.

4996.2 Mr [REDACTED] reported that Mr [REDACTED], CIÉ Group Solicitor, had confirmed to the ARC that the NTA were legally obliged to discharge their commitments under the PSO. Mr [REDACTED] added that he and the CEO had received verbal commitments from the NTA and Department of Transport during meetings that the Company would continue to be funded and thus was to remain a going concern.

4997 ARC GOING CONCERN BRIEFING NOTE

4997.1 Mr [REDACTED] presented the ARC going concern briefing note (the "**Note**") as included in the board materials, circulated in advance of the Meeting.

4997.2 Mr [REDACTED] reported that the Note provided an overview of the rationale as to why the board could reasonably expect that the Company would remain a going concern.

4997.3 Mr [REDACTED] noted that the Budget 2021 had been approved by the board on 20th October 2020, subject to funding, and had been presented to NTA and Department of Transport following this Board approval. [REDACTED] added that neither the NTA nor Department of Transport had challenged the Budget 2021 during these presentations.

4997.4 Mr [REDACTED] advised that the Auditors had reviewed the Note and Financial Statements and had agreed that the Company remained a going concern.

4997.5 The Chairman commented that the Note was quite comprehensive and thanked Mr [REDACTED] for his presentation. Ms [REDACTED] advised that the ARC had discussed the possibility of postponing the Financial Statement approval until February 2021 but it had been concluded that it was unlikely that the economic uncertainty, that had been caused by COVID-19, would be substantially different by February 2021.

4997.6 Mr [REDACTED] noted that the Comfort Letter would not cover all liabilities of the Company should the Company not receive its forecasted funding. Mr [REDACTED] added that following the Irish banking crisis and economic uncertainty caused by this crisis, the Company had received a letter of support from the Department of Transport and questioned if the Company should receive such a letter given the economic uncertainty created by the COVID-19 crisis. Mr [REDACTED] advised that at the time of the financial crisis, revenue had declined and PSO funding had been cut, and the Department of Transport had opted to provide the Company with a letter of support instead of a cash injection. Mr [REDACTED] continued that the obligations under the PSO were to be adhered to by the NTA and noted that if a shortfall was experienced in 2021 by the Company, the Company could rely on the Comfort Letter to assist the Company with such a shortfall.

4997.7 Ms [REDACTED] advised that the Auditors had noted that no written commitment or letter of support had been received by the Company but had discussed this issue with the NTA and Department of Transport, in addition to the obligations as detailed under the PSO, and had concluded that it was reasonable for the board to conclude that the Company would continue to remain a going concern.

4998 FINANCIAL STATEMENTS

4998.1 The board noted that a copy of the Financial Statements had been included in the board materials. 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 Comfort Letter; and
- ii. The Letter of Representation be and is hereby approved in the form presented to the Meeting.

4999 CHIEF EXECUTIVE'S COMPREHENSIVE REPORT TO THE CHAIRMAN

4999.1 The Chairman noted the Chief Executive's comprehensive report to the Chairman (the "CEO Report") had been included in the board pack. The board duly noted the contents of the CEO Report.

5000 ANY OTHER BUSINESS

5000.1 The board noted that the next board meeting was scheduled to be held on Tuesday, 1st December 2020 at 9:30am in Connolly Station and via Microsoft Teams.

5000.2 There being no further business, the Chairman called the Meeting to a close.

Chairman _____

Date _____

STRICTLY PRIVATE AND CONFIDENTIAL

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

**IARNRÓD ÉIREANN - IRISH RAIL
(the "COMPANY")**

**MINUTES OF THE THREE HUNDRED AND FORTYFOURTH
BOARD MEETING HELD ON TUESDAY 1st DECEMBER 2020
AT 9.30AM IN CONNOLLY STATION, DUBLIN
(the "MEETING")**

PRESENT:	Mr. Frank Allen	Chairman
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	Dr. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	(collectively referred to as the "board and/or "Director/s")	
IN ATTENDANCE:	Mr. [REDACTED]	Chief Financial Officer**
	Mr. [REDACTED]	Commercial Director*/**
	Mr. [REDACTED]	Director Infrastructure Manager */**
	Mr. [REDACTED]	Company Secretary
	Mr. [REDACTED]	Director Railway Undertaking **
	Mr. [REDACTED]	Group Property Manager, CIÉ */**
	Ms. [REDACTED]	Acting Chief Procurement Officer*/**
	Mr. Jim Meade	Chief Executive**
	Mr. [REDACTED]	Director Capital Investments */**
	Mr. Lorcan O'Connor	Chief Executive, CIÉ */**
	Mr. [REDACTED]	Cork District Manager*/**
	Mr. [REDACTED]	Head of Capital Investment*/**
	Mr. [REDACTED]	Assistant Director - DART Enhancement*/**

**via Microsoft Teams*

***for part of the Meeting*

MIN NO.

5001 CONSTITUTION OF THE MEETING

- 5001.1 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 [REDACTED] would act as Chairman.
- 5001.2 It was further noted that due to travel restrictions in place in response to the COVID-19 pandemic, the Meeting was to take place virtually via Microsoft teams. Each participant of the Meeting confirmed that they could hear each other speak.

5002 DIRECTORS' INTERESTS

- 5002.1 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.

5003 CHAIRMAN'S COMMENTS

- 5003.1 The Chairman reported that he and [REDACTED] were scheduled to meet the Minister of Transport (the "Minister") following the conclusion of the Meeting and [REDACTED] and the Company's proposals for rail in regional cities would be discussed. These proposals would be input to the review of the National Development Plan in 2021.
- 5003.2 The Chairman noted [REDACTED]
- 5003.3 The Chairman advised that the January 2021 board strategy would take place virtually via Microsoft Teams and noted that this strategy meeting would allow the board to review the overall Company strategy and long-term goals. The Chairman added that the Company's input into the NDP and National Transport Strategy ("NTS") would also be discussed.
- 5003.4 Ms [REDACTED] advised that the Company's 2040 strategy should align with the NDP and NTS. Ms [REDACTED] added that this strategy should include a review of the capabilities and resources of the Company. The Chairman advised that the strategy should also be aligned with EU-wide funding and strategy. Mr [REDACTED] commented that the 2040 plan should be a Company long-term vision as opposed to a strategy and advised that the Company needed to ensure that when drafting such a vision, that the Company collaborated with those with knowledge of EU and Irish governmental visions, to assist with the alignment. Mr [REDACTED] advised that such a vision must also take a pragmatic approach.
- 5003.5 Ms [REDACTED] noted that COVID-19, climate change and Brexit would have long-lasting effects on how the Company operates and advised that this must be borne in mind when reviewing the Company's strategy and vision. Mr [REDACTED] added that it was imperative that the NDP and 2040 plan aligned. The board requested that the 2040 plan be presented to the board for discussion at the January 2021 meeting and that speakers with the relevant expertise on the 2040 plan be invited to speak at the board strategy day. **ACTION POINT – Mr. [REDACTED]**

5004 MINUTES

- 5004.1 The Chairman presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meetings of the Company held on 20th October 2020 which had been circulated in advance of the Meeting (the "Previous Minutes"). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairman of the meeting be and is hereby approved.

5005 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5005.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points had been closed aside from those discussed below.
- 5005.2 *No. 665 - CIÉ to give an indication of what funding would be available from CIÉ for the Dublin / Cork Track Relaying Project - [REDACTED]* – The Chairman noted that a further update on this open action point would be provided to the board following the December CIÉ Board meeting.
- 5005.3 *No. 573 Put Irish language "fadas" on printed tickets / seat reservations - [REDACTED]* – The Chairman noted that this action should be closed by the end of 2020.
- 5005.4 *No. 589 Following the receipt of tender quotes, a final fleet options paper is to be presented which should refer to risks such as current capacity constraints, cash flow, progress with signalling and TPS, control centre and availability of electricity. This paper should be available April 2021. [REDACTED]* – Mr [REDACTED] noted that the Company was happy with the current

progress of the paper and advised that it should be finalised within the agreed timeline.

5005.5 *No 619 The issue of continual professional development (“CPD”) for Directors is to be raised at next meeting - F Allen* – The Chairman noted that a plan was being prepared to ensure that the board received tailored and beneficial CPD. Ms [REDACTED] advised that the audit and risk committee was in the process of reviewing CPD providers to provide training that focused on semi-state bodies with regards to corporate governance and oversight. Ms [REDACTED] added that CPD should focus on the relationship between semi-state companies and the government.

5005.6 Mr [REDACTED] advised that the Company’s executive team could provide the board with a workshop which reviewed the relationship/interaction between the Company and government agencies and organisations. **ACTION POINT** Mr [REDACTED]

Mr [REDACTED] joined the Meeting

5006 STRATEGY

Presentation on Cork District

5006.1 Mr [REDACTED] introduced himself to the board and noted that he acted as the Cork District Manager.

5006.2 Mr [REDACTED] reported that there had been a hourly service between Cork and Dublin introduced and that the Midleton station had been reopened in 2009. Mr [REDACTED] advised that the population of Cork city and county continued to rise. Mr [REDACTED] added that all stations along the Cork city to Cobh/Midleton lines were aligned with the fastest growing population areas of Cork and that these routes had shown positive year-on-year growth.

5006.3 Mr [REDACTED] advised that in 2010 there was a major upgrade to Kent station and in 2017 a new entrance on Horgan’s Quay gave customers direct access to the city centre. Mr [REDACTED] provided the board with an overview of new commercial developments surrounding Kent station.

5006.4 Mr [REDACTED] explained that morning, peak hour commuter train capacity in Cork, at 1800 passengers currently, would be doubled in 2021, and with capability for further enhancements, that could capacity can be further expanded.

5006.5 Mr [REDACTED] proposed that consideration be given by the board to the construction of an off-site CME depot for the Cork district. Mr [REDACTED] advised that track and signalling upgrade works continued in the Cork District. Mr [REDACTED] further proposed that consideration be given by the board to the opening of additional rail stations on the Cork City to Mallow/Midleton/Cobh lines. Mr [REDACTED] advised that the Cork City and suburban areas were expected to grow from 209,000 to 315,000 by 2040 and the additional stations would be aligned with the growing population areas of the Cork region.

5006.6 Mr [REDACTED] reported that over 100 cruise liners had docked at Cobh 2019, with 243,000 passengers on board. Mr [REDACTED] advised that it was anticipated that the number of cruise liners docking at Cobh was set to increase.

5006.7 Mr [REDACTED] informed the board that a [REDACTED], 23-kilometre Greenway from Midleton to Youghal was due to open in 2022 which would operate on a 10-year lease and was expected to attract 250,000 visitors and cyclists annually.

5006.8 Mr [REDACTED] queried if there were any additional developments for the Cork Region. Mr [REDACTED] replied that there were plans for the development of Cork light rail system to service the south region of the city but added that development had yet to commence on this project. Mr [REDACTED] advised that such a development would link with the Cork District’s rail network.

Mr [REDACTED] left the Meeting

Mr [REDACTED] and Mr [REDACTED] joined the Meeting

DART+ Preliminary Business Case

- 5006.09** Mr [REDACTED] advised that the approval of the board was sought to submit the Preliminary Business Case (“PBC”) for the DART+ Programme to the approving authority, the National Transport Authority (“NTA”) to gain ‘*Approval in Principle*’ for ‘Stage 2’ and ‘*Approval to Proceed*’ with the first fleet order or ‘Stage 3’. Mr [REDACTED] further advised that it was requested that the board was asked to note that the PBC represented the second Decision Gate of the updated Public Spending Code (the “Code”) lifecycle and Decision Gate process, with which the DART+ Programme Business Case must comply with.
- 5006.10** Mr [REDACTED] presented the PBC which had been included in the Board materials that were circulated in advance of the Meeting. Mr [REDACTED] advised that the advisory paper which accompanied the PBC provided clarity as to the difference in scope and cost between the PBC and the DART+ Baseline Business Case that had been approved by the board in February 2020.
- 5006.11** The Chairman noted that the PBC included the relocation of the Docklands station to Spencer Dock and the establishment of a Heuston West station and that board approval of such would be sought in due course for such projects. The board discussed the preliminary costings and benefits of the aforementioned projects. The Chairman questioned if any issues were envisaged with the development of such projects. Mr [REDACTED] replied that there were challenges with such projects but advised that there was a very strong business case for the Company that would result from the completion of such projects.
- 5006.12** The Chairman queried if the Merrion Gates level crossing closures had been included in the scope of the PBC. Mr [REDACTED] confirmed that they had been.
- 5006.13** Ms [REDACTED] noted that there was an average contingency cost increase from [REDACTED] in the PBC. Mr [REDACTED] advised that the figure of [REDACTED] contingency cost was based on an AECOM study and was in line with projects of a similar nature. Mr [REDACTED] explained that the PBC was an early stage of the DART+ project and advised that this contingency provision should decrease as more detailed studies and plans were drafted for the DART+ project.
- 5006.14** In reference to the PBC details on DART+ Coastal, Mr [REDACTED] commented that the scope detailed in PBC was too broad in nature. Mr [REDACTED] replied that the PBC did not commit the Company to DART+ Coastal but a more detailed approval paper with a specific scope for DART+ Coastal would be completed following the phase 2 study.
- 5006.15** The Chairman advised that it was important that the board supported the optimum solutions for the DART+ programme but noted that this must also take account of affordability. The board discussed the costings of the PBC and noted that the PBC costings had risen from those detailed in DART+ Baseline Business Case. Mr [REDACTED] advised that it was preferable that increased costings occurred during at the preliminary stage rather than occurring during construction.
- 5006.16** Ms [REDACTED] queried if the Company was confident of receiving funding for the DART+ Programme. Mr [REDACTED] advised that the PBC, if approved by the board, would be put before the NTA, Department of Transport (“DOT”) and DEPR for a technical review and funding approval.
- 5006.17** Mr [REDACTED] reported that a PBC was a requirement under the Code for stage 2 of the DART+ programme and advised that a DART+ Final Business Case, that included tender documents, would need to be finalised prior to stage 3 of the DART+ Programme.
- 5006.18** Mr [REDACTED] confirmed that the PBC complied with the Code as the PBC aligned with public policy, was an investment that was a good use of public funds because it had environmental and socio-economic benefits that outweighed its cost. Mr [REDACTED] further confirmed that the PBC had the necessary commercial, management and governance arrangements in place. Mr [REDACTED] explained that the DART+ Programme would reduce traffic congestion and assist with reaching Ireland’s emission targets. Mr [REDACTED] noted that it also supported residential and commercial growth, in addition to modernising the DART. Mr [REDACTED] added that it would result in a positive revenue growth over a 60-year period for the Company.

5006.19 The Chairman noted that the demand for public transport may decrease in a post COVID-19 world and its impact would need to be reviewed by the Company. Mr [REDACTED] advised that PBC anticipated the scenario that Ireland would not return to the pre-COVID-19 demand behaviours and the implications of this must be considered.

5006.20 The board noted and discussed the inclusion of both Electric Multiple Units (“EMU”) and Battery Electric Multiple Units (“BEMU”) within the PBC. Mr [REDACTED] advised that the NTA recommended that both BEMU and EMU be included within the PBC. The Chairman noted that the inclusion of both EMU and BEMU allowed a degree of flexibility to the Company when tender approval documentation was being drafted during the Stage 3 phase.

5006.21 After careful consideration, **IT WAS RESOLVED** that the DART+ PBC be and is hereby approved, subject to the inclusion of comments provided by the Directors, and that the DART+ PBC be provided to the NTA, DPER and the DOT for technical review and approval.

Mr [REDACTED] and Mr [REDACTED] joined the Meeting

Mr [REDACTED] joined the Meeting

Cyber Security

5006.22 Mr [REDACTED] presented the Company’s Cyber Security Update to the board which had been circulated in advance of the Meeting.

5006.23 Mr [REDACTED] reported that in 2016, a risk assessment was conducted to identify the Company’s level of compliance against the requirements of the Network Information Security Directive (“NIS”) that came into effect in 2018. Mr [REDACTED] explained that a cybersecurity strategy was developed, that included 22 different projects, and was designed to align the cybersecurity controls within the Company to leading industry standards and to ensure compliance with the NIS.

5006.24 Mr [REDACTED] advised that the Company’s cyber security framework had a National Institute of Standards and Framework’s Cybersecurity Framework (“CSF”) score of 2.7. Mr [REDACTED] queried the maximum CSF score. Mr [REDACTED] replied that it was 4 and noted that the Company’s aim was to achieve a score of 3 or above. Mr [REDACTED] asked the timeline for achieving a rating of 3 or above. Mr [REDACTED] responded that the aim to achieve this goal was in a two-year period. Mr [REDACTED] added that the Company completed a tender process during 2020 for expert consultancy support on cybersecurity activities for the period 2020 to 2023.

5006.25 Mr [REDACTED] confirmed that the Company’s information systems had not been penetrated by any cyber security attacks to date.

5006.26 Mr [REDACTED] presented an advisory note on simplified board paper access. The board noted the contents of the advisory note and requested that additional information with regards simplified Director access to Company e-mail be reviewed and a note on the transition to the new board pack application be presented to the board. **ACTION POINT** Mr [REDACTED]

Mr [REDACTED] left the Meeting

Update on Lifts/Escalators

5006.27 Mr [REDACTED] presented the Advisory Paper on the key performance indicators (“KPIs”) for monitoring the Company’s lifts and escalators performance and an update on the progress and plans for lift and escalator renewals and improved availability. The Chairman noted that KPIs were welcomed by the board. Ms [REDACTED] added that she had reviewed the KPIs proposed and noted that it was imperative that users could communicate faults with lifts and escalator to the Company in a timely manner. Mr [REDACTED] advised that if a lift or escalators was not functioning, the user currently had the ability to communicate in real time to the operatives responsible for their maintenance. Mr [REDACTED] further advised that these KPIs would be incorporated into the CEO KPI dashboard.

5006.28 The Chairman noted that the board was committed to ensuring a user-friendly service to all of the Company's customers. Ms [REDACTED] queried why 25% of lifts and escalators were currently not accessible at any given time and questioned if there was a quality issue. Mr [REDACTED] that these outages were due to on-going construction and upgrades and advised that once works were completed, the reliability and availability of lifts and escalators would be improved and there would decrease such outages in the future.

5006.29 Mr [REDACTED] reported that a separate project would be initiated later in the renewal & upgrade programme that would allow for automatic fault reporting and thus there would not be a reliance on notifications from company staff or customers.

5007 CHIEF EXECUTIVE'S REPORT

5007.1 [REDACTED] presented the Chief Executive's report ("CEO Report") and KPI Dashboard for the Company's reporting period 11 ("P11") that had been included in the board pack. The board noted the content of the CEO Report and KPI Dashboard.

5007.2 Mr [REDACTED] noted that a draft Rail Freight 2040 prepared by AECOM had been received by the Company. [REDACTED] advised that a summary of this strategy had been presented to the Minister.

Financial Report

5007.3 Mr [REDACTED] reported that there had been [REDACTED] less multi-annual contract ("MAC") capital expenditure than forecast during the Period which had resulted in a favourable MAC income effect in the net result.

Train Operations Report

5007.4 Mr [REDACTED] reported the national train control centre construction continued to progress and advised that a steering group had been set up for the traffic management system contract.

5007.5 Ms [REDACTED] noted that an update with regards low rail adhesion was included in the CEO Report and advised that the Company should continue to investigate solutions to reduce low rail adhesion.

Commercial Report

5007.6 Mr [REDACTED] reported that the Company was to launch a COVID-19 safe travel advice campaign which would include an encouragement for customers to purchase tickets via the Company's website.

Infrastructure Manager Report (the "IM Report")

5007.7 Mr [REDACTED] noted that the IM Report provided updates on the city centre re-signalling project and Cork line relaying project. Mr [REDACTED] further noted that the Urban Regeneration Development Fund for Waterford city had been approved by the government which meant the project could now proceed to the next stage.

Capital Investments Report

5007.8 The board noted the contents of the Capital Investments Report.

5008 ADVISORY/POLICY PAPERS

Property Items

5008.1 The board noted the Property Report for the Period as included in the board pack that was circulated in advance of the Meeting.

5008.2 The board further noted that a paper had been included for review, and if thought fit, approval of the following:

[REDACTED]

Upon commencement of the lease, the lessee will be responsible for all maintenance and outgoings therefore relieving the Company of liability for the premises. ([REDACTED])

5008.3 **IT WAS RESOLVED** that the [REDACTED] be and is hereby approved in the form presented to the Meeting.

5008.4 The board noted that contract for the sale of [REDACTED], Dublin 3 had been agreed on 29th October 2020

Cork Line Level Crossings Railway Order Application

5008.5 The board noted that an advisory note which provided details on a proposal to make a railway order application for several Cork line level crossings had been included in board pack.

5008.6 After due and careful consideration, the board approved to recommend the below to the CIÉ Board for approval.

- an application be made to An Bord Pleanála for a Railway Order pursuant to the powers in that behalf contained in Section 43 of the Transport (Railway Infrastructure) Act 2001 as amended by the Planning and Development (Strategic Infrastructure) Act 2006 in respect of the Cork Line Level Crossings project.
- the CIÉ Group Secretary be authorised to affix the seal of the Board to this Resolution.
- the CIÉ Group Secretary be authorised under her hand to issue and serve all notices in connection with such application.
- to proceed with the application for a Railway Order to An Bord Pleanála in respect of the Cork Line Level Crossings project

Mechanical & Electrical Systems & Services Contract

5008.7 The board that it had been requested that an increase in the total anticipated value of the current multi-party framework agreement, which provided for the installation of new or alterations to existing Mechanical & Electrical building services be increased from [REDACTED] to approx. [REDACTED] (excl. VAT) over the term of the agreement (the “MESSC Proposal”).

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

5009 CAPITAL EXPENDITURE

Capital Expenditure Proposals

5009.1 Mr [REDACTED] presented the CAPEX proposal paper for a scope change of the 41 Intercity railcar project to provide for the provision of ‘Add Blue’ infrastructure required to support the new 41 intercity railcars. It was noted that the cost of this infrastructure was to be [REDACTED], inclusive of non-recoverable VAT, and could be accommodated within the original board approved budget (the “41 Intercity Proposal”). It was further noted that it was to be funded by the NTA. **IT WAS RESOLVED** that the 41 Intercity Proposal be and is hereby approved.

5009.2 Mr [REDACTED] explained that approval from the board was sought for the following

- To increase the scope of DART+ Coastal to provide for the design development for additional service capacity between Bray and Greystones;
- To increase the scope of DART+ Coastal to provide for the design of the relief infrastructure necessary to support the Merrion Gates level crossing closure;

- To increase the budget of the current phase of the DART+ Programme by €7.2M, inclusive of non-recoverable VAT, to provide for the cost of the above scope changes and the winning tender return value for the DART+ Coastal multi-disciplinary services. (together being the “**DART+ Coastal Proposal**”)

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

- 5009.3** The board noted that approval was sought for expenditure in the amount of [REDACTED] (inclusive of non-recoverable VAT) for carrying out mid-life refurbishments on two 15 tonne gantry cranes in Portlaoise Depot and the purchase of two new 25 tonne gantry cranes with an associated hydraulic track panel grab. It was further noted that an additional track panel grab/lifting beam will also be purchased for use with the existing gantries. (the “**Gantry Cranes Proposal**”) The funding source for the refurbishment works and purchase of the new cranes was included in the MAC. **IT WAS RESOLVED** that Gantry Cranes Proposal be and is hereby approved in the form presented to the Meeting.

Close-out Reports

- 5009.4** The board acknowledged that the Luas Cross City Broadstone works had completed all of the approved objectives with the final out-turn cost was [REDACTED] of the approved budget.
- 5009.5** The board noted that the Maynooth South car park construction works had completed all of the approved objectives with the final out-turn cost was [REDACTED] of the approved budget.
- 5009.6** The board noted that the purchase of the station master’s station house at Portlaoise station had completed all of the approved objectives with a variance of [REDACTED] of the approved budget.

Ms [REDACTED] joined the Meeting

5010 PROCUREMENT

- 5010.1** Ms [REDACTED] presented the Procurement Report and KPI dashboards included in the board pack circulated in advance of the Meeting.

Procurement Proposals

- 5010.2** Ms [REDACTED] presented the procurement proposal paper for the contract award to ARUP Group for the disciplinary consultancy services for DART + Programme Coastal Line, Work Packages 5 & 6 (the “**DART Expansion Coastal Line (WP 5&6) Consultancy Services Contract**”)
- 5010.3** Ms [REDACTED] noted that it was proposed that a contract be awarded for the preparation of the design, undertaking the environmental impact assessment, managing the Railway Order process and production of construction stage tender documents with a value of this proposed award for phases 1-4a excluding VAT was [REDACTED] million.
- 5010.4** Ms [REDACTED] reported that board approval was also sought for permission to award the following additional scope options which were subject to separate board approvals for scope change and budget;
- Prepare the design, undertake the environmental impact assessment, and manage the Railway Order process and production of the construction stage tender documents for the Removal of seven No. Level Crossings on the Southern Line for Project Management Phases 2 to Phases 4a; and
 - Prepare the design, undertake the environmental impact assessment, and manage the Railway Order process and production of the construction stage tender documents for the Greystones Capacity Enhancements for Project Management Phases 1 to Phases 4a
- (together being the “**Scope Change Proposals**”)
- 5010.5** Ms [REDACTED] noted that the value of this proposed award for Scope Change Proposals excluding VAT was [REDACTED] million, the value including VAT at 23% with a recovery rate of [REDACTED] [REDACTED] million.

It was noted that the funding source was to be awarded by the NTA as part of the NDP programme.

5010.6 **IT WAS RESOLVED** that the Scope Change Proposals be and are hereby approved in the form presented to the Meeting.

5010.7 Ms [REDACTED] presented the procurement proposal paper for the award of a contract to Orona Midwestern Lifts Limited for Year 2 supply and Installation of lifts, escalators and renewal of lift control systems (the “**Lift Contract**”). It was noted that the estimated cost of this contract was [REDACTED] million (excl. VAT) with the estimated nonrecoverable VAT of [REDACTED]. Ms [REDACTED] noted that the external funding source for this contract would be the NTA.

IT WAS RESOLVED that the Lift Contract be and is hereby approved.

5010.8 Ms [REDACTED] presented the procurement proposal paper for the award of a contract without a call for competition to Orona Midwestern Lifts Limited for the continued supply of locomotive parts for the GM manufactured IE fleets 201 and 071 (the “**Locomotive Parts Contract**”). It was noted the funding source for the supply of these parts would be the CME heavy maintenance and running maintenance budgets.

IT WAS RESOLVED that the Locomotive Parts Contract be and is hereby approved.

5010.9 Ms [REDACTED] presented the procurement proposal paper for the award of a contract to LH group (Wabtec Faiveley UK) for the for the maintenance and overhaul of MTU 6H1800 Powerpacks for the existing fleet of 234 railcars and the 41 additional railcars currently on order (the “**Powerpacks Contract**”).

5010.10 It was noted that the estimated value of this contract was [REDACTED] million (excluding VAT) and the non-recoverable VAT would be [REDACTED] million, giving a total contract award value of [REDACTED] million. It was further noted that the funding source for this contract was the CME heavy maintenance budget.

IT WAS RESOLVED that the Powerpacks Contract be and is hereby approved.

5010.11 Ms [REDACTED] presented the procurement proposal paper for the award of a contract to Eltek Power (UK) Ltd for the long-term supply of UPS Equipment Components (the “**UPS Contract**”). It was noted that the term of the contract was five years with the option to extend annually up to a maximum of seven years.

5010.12 It was noted that the estimated value was [REDACTED] million (excl. VAT) and the total non-recoverable VAT over the term was estimated to be [REDACTED] million and that the funding source for this contract under the MAC.

IT WAS RESOLVED that the UPS Contract be and is hereby approved.

5010.13 Ms [REDACTED] presented the procurement proposal paper which ought for the selection criteria, set out in section 3 of the proposal, to shortlist suitable candidates to participate in the tender for the supply of up to six bespoke Bogie Ballast Plough Wagons (the “**Ballast Plough Wagons Selection**”).

5010.14 It was noted that the estimated value was between [REDACTED] million (ex. VAT) and that the proposed duration of the contract was five years. It was further noted the funding source for this contract would be CCE multi-annual infrastructure maintenance budget, a capital infrastructure programme or a combination of both.

IT WAS RESOLVED that the Ballast Plough Wagons Selection be and is hereby approved.

Procurement Schedule for 2020

5010.15 The board noted the updated Procurement Schedule for 2020 which had been circulated in advance of the Meeting.

Ms [REDACTED] left the Meeting

5011 **ADMINISTRATIVE ITEMS**
 Transactions for Approval, Sealing and Signing

- 5011.1 Mr [REDACTED] presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I and appendix II together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5012 **APPENDICES FOR NOTING**

- 5012.1 The Board **HEREBY NOTED** the board 2021 Forward Agenda which were appended to the Board pack circulated in advance of the Meeting.

[REDACTED]
[REDACTED] *left the Meeting.*

5013 **ANY OTHER BUSINESS**

- 5013.1 The board noted that the next Board meeting was scheduled to be held on Tuesday, 19th January 2021 at 9:30am in Connolly Station and via Microsoft Teams.

- 5013.2 There being no further business, the Chairman called the Meeting to a close.

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Agreement in duplicate and Closure Agreement with Mr. [REDACTED] in relation to the closure of Level Crossing XL028 at 9 miles 656 yards on the Limerick to Waterford Railway Line, for a consideration of [REDACTED]
2. Lease in duplicate with Mr. [REDACTED], for a plot of land, part of Balbriggan Railway Station Car Park, to facilitate the location and operation of a modified steel container as a coffee bar, for a term of 5 years, for a rent of [REDACTED] per annum.
3. Lease in duplicate with Mr. [REDACTED], for a retail unit in Waterford Railway Station, for a term of 5 years, for a rental as follows:
 - Year 1 [REDACTED] per annum
 - Years 2-5 [REDACTED] per annum
4. Licence in duplicate with Waterford City & County Council to allow access for the demolition of the Dormitory Buildings, Dock Road, which are in close proximity to Plunket Railway Station, Waterford, for a licence period from 2nd November, 2020 for 6 weeks, for a licence fee of [REDACTED]
5. Licence in duplicate with Gas Networks Ireland for the installation, testing, maintenance and use of a fibre optic telecoms cable at OBB46, [REDACTED], Co. Dublin, at 16 miles 172 yards on the Dublin to Belfast Railway line, for a licence period of 40 years, for a licence fee of [REDACTED] per annum.
6. Licence in duplicate with Laois County Council, for the installation, testing, maintenance and use of three 125mm diameter ducts in the footpath beneath Underbridge UBA2 at 42 miles 384 yards on the Portarlinton to Athlone Railway Line, [REDACTED], Co. Laois, for a licence period of 99 years, for a licence fee of [REDACTED].

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Licence in duplicate with Ms. [REDACTED] for a mobile kiosk at Portarlington Railway Station, Co. Laois, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.
2. Licence in duplicate with Cumnor Construction Ltd., to allow them access to use a section of yard at Kent Station, Cork, for a licence period of 3 months, for a total licence fee of [REDACTED]

Company Secretary
Iarnród Éireann
1st December 2020

STRICTLY PRIVATE AND CONFIDENTIAL

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

**IARNRÓD ÉIREANN - IRISH RAIL
(the "COMPANY")**

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

PRESENT:	Mr. Frank Allen	Chairman*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	Dr. [REDACTED]	Director*
	Ms. [REDACTED]	Director*
	Mr. [REDACTED]	Director*
	(collectively referred to as the "board and/or "Director/s")	
IN ATTENDANCE:	Mr. [REDACTED]	Chief Financial Officer*
	Mr. [REDACTED]	Commercial Director*
	Mr. [REDACTED]	Director Infrastructure Manager *
	Mr. [REDACTED]	Company Secretary*
	Mr. [REDACTED]	Director Railway Undertaking*
	Mr. Jim Meade	Chief Executive*
	Mr. [REDACTED]	Director Capital Investments *
	Mr. [REDACTED]	Chief Executive, CIÉ*
	Mr. [REDACTED]	Head of Transformation*/**
	Mr. [REDACTED]	Head of Capital Investment*/**
	Ms. [REDACTED]	Finance Manager – Capital Investments*/**
	Mr. [REDACTED]	Principal Officer at Department of Transport - Sustainable Mobility (Investment & Policy) Division*/**

**via Microsoft Teams*

***for part of the Meeting*

MIN NO.

5014 CONSTITUTION OF THE MEETING

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

5015 DIRECTORS' INTERESTS

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

5016 CHAIRMAN'S COMMENTS

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

5017 MINUTES

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

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

Mr [REDACTED] joined the Meeting

5018 GUEST SPEAKER

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

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

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

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

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

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

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

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

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

Mr [REDACTED] left the Meeting

Ms [REDACTED] and Mr [REDACTED] joined the Meeting

5019 Capital investments Presentation

5019.1 Mr [REDACTED] provided the board with an overview the Company's capital investment team and introduced Mr [REDACTED] and Ms [REDACTED] to the Directors.

Stakeholder Interaction Overview

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

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

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

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

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

5019.6 With regards to the Cork development, Mr [REDACTED] [REDACTED] Mr [REDACTED] noted the Company had engagement with Limerick City and County Council, Clare County Council, and the NTA for the Limerick/Shannon Region Development that included Colbert station enhancements and the opening of several regional stations. Mr [REDACTED] reported that the Company [REDACTED].

Financial Governance

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

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

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

Mr [REDACTED] and Ms [REDACTED] left the Meeting

Mr [REDACTED] joined the Meeting

5020 2040 RAIL VISION/STRATEGY

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

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

5021 RAIL FREIGHT STRATEGY

5021.1 Mr [REDACTED] presented the overview of Rail Freight 2040 Strategy ("**Freight 2040**") to the board, which had been included in the board pack, and noted the full draft Freight 2020 document had been appended to the board pack. Mr [REDACTED] advised that the Freight 2040 plan would be finalised once feedback was received from all participants and would then be used as input to the NDP.

5021.2

[REDACTED]

5021.3

[REDACTED]

5021.4

[REDACTED]

5021.5

[REDACTED]

5021.6

[REDACTED]

5021.7

[REDACTED]

5021.8

[REDACTED]

5021.9

[REDACTED]

5021.10

5021.11

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

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

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

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

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

5022.5 The board requested that the required Directors/chairperson be added to the SDAG's ToR. **ACTION POINT** – [REDACTED]/The board

5022.6 The board noted that the board's ToR had been included in the board for review. The board requested that the Company Secretary review the process for increasing the Company's quorum from the current minimum of tow Directors. **ACTION POINT** – [REDACTED]

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

5023 Board professional development 2021 overview

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

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

5023.3 Ms [REDACTED] requested that a presentation be arranged with regards to Rosslare in 2021. **ACTION POINT** [REDACTED]

5023.4

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

5025 IARNRÓD ÉIREANN BOARD EFFECTIVENESS REPORT

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

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

5026 ANY OTHER BUSINESS

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

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

Chairman _____

Date _____

STRICTLY PRIVATE AND CONFIDENTIAL

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

**IARNRÓD ÉIREANN - IRISH RAIL
(the "COMPANY")**

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

PRESENT:	Mr. Frank Allen	Chairman
	Ms. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Mr. [REDACTED]	Director
	Mr. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Mr. [REDACTED]	Director
	(collectively referred to as the "Board and/or "Director/s")	
IN ATTENDANCE:	Mr. [REDACTED]	Chief Financial Officer
	Mr. [REDACTED]	Commercial Director
	Mr. [REDACTED]	Director Infrastructure Manager
	Mr. [REDACTED]	Company Secretary
	Mr. [REDACTED]	Director Railway Undertaking
	Mr. [REDACTED]	Group Property Manager, CIÉ *
	Ms. [REDACTED]	Acting Chief Procurement Officer*
	Mr. Jim Meade	Chief Executive
	Mr. [REDACTED]	Director Capital Investments
	Mr. [REDACTED]	Chief Executive, CIÉ *
	Mr. [REDACTED]	Equality Officer*
	Mr. [REDACTED]	General Manager Freight & Rosslare Europort*

**for part of the Meeting*

MIN NO.

5027 CONSTITUTION OF THE MEETING

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

5028 DIRECTORS' INTERESTS

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

5029 MINUTES

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

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

5030 ACTION POINTS OF PREVIOUS BOARD MEETINGS

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

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

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

5031 CHAIRMAN’S COMMENTS

5031.1 The Chairman expressed his condolences to the family and colleagues of Mr [REDACTED] [REDACTED] from Cork, who had recently passed away from COVID-19.

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

Mr [REDACTED] joined the Meeting

5032 STRATEGY

Equality and Diversity Presentation

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

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

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

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

Mr [REDACTED] left the Meeting

Mr [REDACTED] joined the Meeting

Rosslare Europort (the "Port") Presentation

5032.05 [REDACTED]

5032.06 [REDACTED]

5032.07 [REDACTED]

5032.08 [REDACTED]

5032.09 [REDACTED]

Mr [REDACTED] left the Meeting

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

5032.10 The Board noted the AG noted contained in the Board materials. The Chairman noted that Mr [REDACTED] would chair the newly established Service Delivery Advisory Group ("SDAG") and that Mr [REDACTED] would chair the Capital Investment Advisory Group. The Chairman further noted that Mr [REDACTED] and Mr [REDACTED] would remain for transitional period as SDAG members.

5033 CHIEF EXECUTIVE'S REPORT

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

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

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

Financial Report

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

Train Operations ("TO") Report

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

Commercial Report

5033.6 Mr [REDACTED] presented the Commercial Report for the Period.

Infrastructure Manager Report (the "IM Report")

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

Capital Investments Report

5033.8 The Board noted the contents of the Capital Investments Report. Mr [REDACTED] noted that the Company had discussed DART+ West and the Docklands station [REDACTED]

Mr [REDACTED] entered the Meeting

5034 ADVISORY/POLICY PAPERS

Property Items

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

5034.2 Mr [REDACTED] presented a paper for noting with regards to approval being sought regarding the commercial terms of a proposed grant [REDACTED]

[REDACTED] The Chairman queried if this was the first time in which a commercial lease had been proposed to build over a railway line in Ireland. Mr [REDACTED] replied that it was the first time for such a request over an operational railway. Ms [REDACTED] queried if outside consultants were to assist with the project that would have experience in such a project. Mr [REDACTED] advised that consultants from the UK and Hong Kong with relevant experience were involved in the project.

Mr [REDACTED] left the Meeting

Disposal Approval

5034.3

[REDACTED]

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

5035

CAPITAL EXPENDITURE

Capital Expenditure Proposals

5035.1

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

5035.2

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

5035.3

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

5035.4

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

5035.5

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

5035.6

The Board noted that approval was sought for the following:

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

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

5035.7

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

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

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

Close-out Reports

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

Ms [REDACTED] entered the Meeting

5036 PROCUREMENT

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

Procurement Proposals

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

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

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

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

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

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

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

Procurement Schedule for 2021

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

Ms [REDACTED] left the Meeting

5037 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

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

Note on the change of Director term limits

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

Note on the change increase of the Quorum

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

5038 APPENDICES FOR NOTING

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

5039 ANY OTHER BUSINESS

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

Private Session

5039.2

[REDACTED]

5039.3

[REDACTED]

5039.4 

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

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Agreement in duplicate and Closure Agreement in duplicate with [REDACTED] in relation to the closure of Level Crossing XM150 at 120 miles 649 yards on the Athlone to Westport Railway Line, for a consideration of [REDACTED].
2. Licence in duplicate with KN Network Services (IRE) Ltd., for the installation, testing, maintenance and use of fibre optic cables at the following locations on the Navan Branch Line, for a licence period of 40 years, for a licence fee of [REDACTED], subject to review in accordance with the Consumer Price Index every 5th year.
 - UBK7 at 1 mile 90 yards - [REDACTED]
 - OBK9 at 1 mile 1,006 yards - [REDACTED]
 - OBK10A at 2 miles 526 yards - [REDACTED]
3. Licence in duplicate with Gas Networks Ireland for the installation, testing, maintenance and use of fibre optic cables at the following locations for a licence period of 40 years, for a licence fee of [REDACTED] per annum (3 locations at [REDACTED] per annum per location), subject to review in accordance with the Consumer Price Index every 5th year.
 - OBW0141, [REDACTED]
 - OBW075, [REDACTED]
 - OBB044, [REDACTED].
4. Licence in duplicate with Gas Networks Ireland to install, repair and maintain a 32mm diameter pipe to connect into the existing gas pipe at Station Road, Bray, for a licence period of 99 years for a licence fee of [REDACTED] payable on the signing of the licence and thereafter at [REDACTED] per annum for 20 years and thereafter at [REDACTED] for the remaining 79 years, subject to review in accordance with the Consumer Price Index every 5th year.
5. Licence in duplicate with Louth County Council for the installation, testing, maintenance and use of one 1,350mm concrete surface water sewer pipe and all associated manholes to be installed underground at 1 mile 100 yards along the former Dundalk to Enniskillen/Barrack Street Branch Railway Line, for a licence period of 99 years, for a licence fee of [REDACTED].
6. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of a 250mm watermain pipe at XT086 at 28 miles 125 yards on the Mallow to Tralee Railway Line in the Townland of Freemount, Rathmore, Co. Kerry, for a licence period of 250 years, for a licence fee of [REDACTED].
7. Licence in duplicate with Irish Water for the installation, testing, maintenance and use of one 180mm diameter OD watermain pipe at XK079 at 46 miles 178 yards on the Tara Junction to Kingscourt Railway Line at Kilmainhamwood, Co. Meath, for a licence period of 250 years, for a licence fee of [REDACTED].
8. Licence in duplicate with Killeigh Cloneygowan and Killurine Group Water Scheme CLG, for the installation, testing maintenance and use of a 100mm diameter pipe at XA039 at 54 miles 1,216 yards on the Portarlinton to Athlone Railway Line, in the Townland of Meelaghans, Geashill, Co. Offaly, for a licence period of 99 years, for a licence fee of [REDACTED].

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Licence in duplicate with The Commissioners of Public Works in Ireland, for a site of 0.89 acre of space for the location of a temporary structure to store and operate an x-ray scanner by the Revenue Commissioners for the inspection of vehicles entering and leaving the Port of Rosslare, for a licence period of 5 years, for a licence fee of [REDACTED].
2. Licence in duplicate with [REDACTED] for a mobile kiosk at Skerries Railway Station, Skerries, Co. Dublin, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.
3. Licence in duplicate with Marlboro Investments Ltd., granting them access to pass and repass over a section of the "40 Steps" Pedestrian Footbridge, at Glanmire Road, Cork, for a licence period of 12 months, for a nil consideration.

Company Secretary
Iarnród Éireann
9th February 2021

STRICTLY PRIVATE AND CONFIDENTIAL

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

**IARNRÓD ÉIREANN - IRISH RAIL
(the "COMPANY")**

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

PRESENT:	Mr. Frank Allen	Chairman
	Ms. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Mr. [REDACTED]	Director
	Mr. [REDACTED]	Director
	Ms. [REDACTED]	Director
	Mr. [REDACTED]	Director
	(collectively referred to as the "board and/or "Director/s")	
IN ATTENDANCE:	Mr. [REDACTED]	Chief Financial Officer
	Mr. [REDACTED]	Commercial Director
	Mr. [REDACTED]	Director Infrastructure Manager
	Mr. [REDACTED]	Company Secretary
	Mr. [REDACTED]	Director Railway Undertaking
	Ms. [REDACTED]	Acting Chief Procurement Officer*
	Mr. [REDACTED]	Chief Executive
	Mr. [REDACTED]	Director Capital Investments
	Mr. [REDACTED]	Chief Executive, CIÉ
	Mr. [REDACTED]	Director of Human Resources*
	Mr. [REDACTED]	Head of Capital Investment*
	Mr. [REDACTED]	Chief Mechanical Engineer*
	Mr. [REDACTED]	Waterford District Manager*

**for part of the Meeting*

MIN NO.

5040 CONSTITUTION OF THE MEETING

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

5041 DIRECTORS' INTERESTS

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

5042 MINUTES

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

5043 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5043.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that the majority of the action points had been closed aside from those discussed below.
- 5043.2 No. 678 *Kishogue Station CAPEX paper to be resubmitted with a review of costings of preliminary works, in addition to a review if IE could complete some of the works and a note on the costs of the works themselves*. [REDACTED] – It was noted that this paper would be put forward for approval at the June board meeting.
- 5043.5 No 682 *Review Directors access to IE e-mail addresses and the use of g-mail and amalgamation of e-mail addresses*– The Chair noted that procurement process for a new board pack portal was approaching finalisation and once final, this action point would be closed.

5044 CHAIRMAN’S COMMENTS

5044.1

[REDACTED]

5044.2

[REDACTED]

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

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

[REDACTED] *joined the Meeting*

5045 STRATEGY

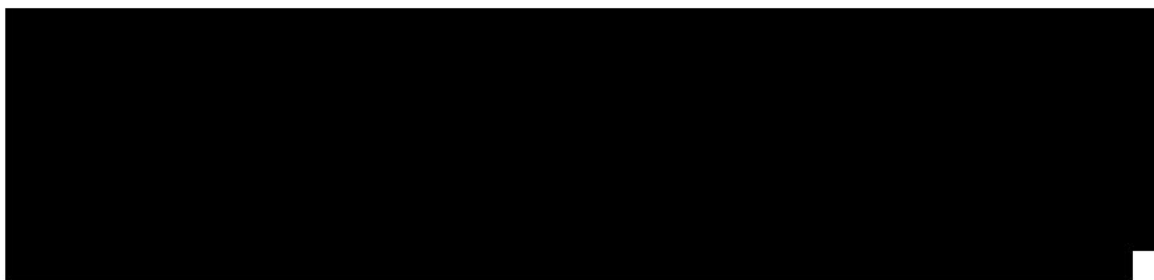
Waterford District Presentation

- 5045.1 Mr [REDACTED] introduced himself to the board and noted that he acted as the South Eastern District (“SED”) Manager since 2007. Mr [REDACTED] noted that this was one of the biggest districts in the country with 197 passenger services and two to three freight services each week. He advised that the SED consisted of 18 stations, ten of which were unmanned and that there was a total of 84 staff.
- 5045.2 Mr [REDACTED] reported that the SED had been in full compliance with the Company’s COVID-19 guidelines. He noted that there had been an 85% drop due to Covid-19 but advised that the Districts revenue was plus 10% in 2019 when compared to 2018.

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

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

5045.5



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

Mr [REDACTED] left the Meeting

Mr [REDACTED] entered the Meeting

Iarnród Éireann People Strategy 2027 (the “Strategy”)

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

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

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

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

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

- 5045.11 Mr [REDACTED] reported that as part of a strategic shift, it was proposed to redesignate 'Human Resources' to 'People Services' and 'Centre of Excellence' which would be consistent with the shift to a 'People Services' ethos. He advised that it was proposed that the Industrial Relations function would have a revised designation to 'Employment Relations', he noted that problem solving would remain a focus but issues such as problem sensing and avoidance would be given greater focus in working with managers.
- 5045.12 Mr [REDACTED] commented that the Strategy was very comprehensive which integrated with the overall business of the Company. The Chair noted that 11% of the workforce was female and noted that it was key to try and encourage more females to join the Company and also with regards to diversity, it was important that the Company reflected the wider community of Ireland as a whole.
- 5045.13 The Chair queried if the Joint Industrial Council ("JIC") would offer alternative dispute resolution without the need for external mechanisms. [REDACTED] advised that the development of the JIC had close engagement with the Trade Unions. He noted that 78% of staff were Trade Union members and advised that the number of days lost in disputes was very low. Mr [REDACTED] explained that the JIC would greatly assist with key negotiations being held internally. Mr [REDACTED] noted that the Company had a strong relationship with Trade Unions and the Trade Unions had provided cooperation to implement operational changes in the Company.
- 5045.14 Ms [REDACTED] queried if the Company provided career development opportunities to staff. Mr [REDACTED] noted that the Company offered many development opportunities and noted that he had begun employment with the Company as an electrician and Mr [REDACTED] was as fitter who had risen through the ranks. Mr [REDACTED] explained that the leadership development programme allowed staff to explore new opportunities within organisation.
- 5045.15 Mr [REDACTED] questioned the work undergone to identify the gender balance of new recruits for the Company. Mr [REDACTED] replied that the Company was developing matrix to provide a gender breakdown for recent recruitment campaigns. He noted that gender pay had been decreased and that number of the leadership roles were now held by women and that all interview panels had at least one woman included. The Board requested a breakdown of female recruitments past five years. **Action Point – [REDACTED]**
- 5045.16 Ms [REDACTED] noted that the Company had encouraged the recruitment of people with disabilities and queried the breakdown of the total workforce. Mr [REDACTED] responded that it was a total of 5.1%. Mr [REDACTED] commented that the Strategy was an ambition plan and a positive direction for the Company and noted that there should be a dedicated HR number that staff could contact to raise issues which arise. Mr [REDACTED] replied that the Centre of Excellence would provide this sort of service and was a key component to the Strategy.
- 5045.17 Ms [REDACTED] queried the progress with attracting talent outside the country to the Company. Mr [REDACTED] responded that the Company had canvassed outside of Ireland and successfully hired experts from outside of Ireland. He noted that the challenge was that the Company had as competition from all over the world and experts sought major projects worldwide but advised that the Company continued to make progress in attracting overseas talent.

5046 NEW FLEET APPROVAL

- 5046.1 The Chairman noted that Mr [REDACTED] had provided the board with a half-day briefing session which focused on the several fleet options available for purchase by the Company in advance of the Meeting.
- 5046.2 Mr [REDACTED] presented the DART+ Fleet Strategy Paper (the "Fleet Paper") that sought approval for the fleet procurement strategy as set out in the Fleet Paper and noted that an initial order would be for six half-length electrified multiple units ("EMUs") to provide additional capacity in the existing electrified area and 13 half-length battery electric multiple units ("BEMUs") to operate on the Northern Line as far as Drogheda. Mr. [REDACTED] noted that the funding and infrastructure risks

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

- 5046.3 The Chair noted that the DART+ preliminary business case ("PBC") approval had yet to be formally approved by the National Transport Authority ("NTA") and that funding would not be available to the Company for the purchase of the new fleet until the PBC had been approved. [REDACTED] noted that the NTA were aware of the timelines for approval. Mr Smyth advised that the current rolling stock was approximately 40-year olds and by purchasing the new fleet, the Company could avoid the upgrading of the old fleet for use with the new train protection system ("TPS") and thus provide a cost saving to the Company. [REDACTED]
- 5046.4 Ms [REDACTED] presented the Contract Award Paper for the Commuter Fleet Framework Agreement and Technical Support and Spares Agreement (the "**Fleet Procurement Paper**"). Ms [REDACTED] explained that Tenderer A would not be revealed until the contracts were ready to be executed and all requisite approvals had been received to allow the Company to make its first new fleet purchase order. Ms [REDACTED] advised that there would be a subsequent procurement paper submitted for board approval prior to the first new fleet order being placed.
- 5046.5 Mr [REDACTED] noted that the tender process had proved to be very successful for the Company with all the features that had been requested during the start of the tender process having been included within the successful bidder's tender. Mr [REDACTED] noted that it was imperative to ensure that the Company had use for BMUs over a long period. Mr [REDACTED] noted that BMUs would be vital, should there been any delay in the advancement of the electrification project and could be used in areas awaiting electrification once the northern line had received electrification.
- 5046.6 Mr [REDACTED] queried if the tender outcome would have differed if the number of BEMUs v EMUs had been different to the number specified in the Fleet Procurement Paper. Ms [REDACTED] replied that all bidders had been evaluated on the same basis that had incorporated the same assumptions, and thus the result of the preferred bidder would not have been impacted. She advised that several vehicle order scenarios had been detailed in the tender process request documentation in order to capture the overall cost for each order scenario. Mr [REDACTED] noted that the tender evaluation covered the life cycle and capital costs and noted that the order of BEMUs gave the Company a 3-year head start to meet its emission targets and advised that the electrification project may take longer than three years to finalise. Mr [REDACTED] advised that the Company had identified benefits for cascading fleets and the efficiency of BEMUs that would assist the Company with regional electrification which ensured the long-term usage of BEMUs.
- 5046.7 Ms [REDACTED] questioned if the Company would incur a repeat cost of battery replacement over the duration of the BEMU service. Ms [REDACTED] responded that a spare parts and support agreement formed part of the tender award contract.
- 5046.8 Mr [REDACTED] noted that board approval was requested for the capital expenditure paper with regards to DART+ fleet framework contract first call off order (the "**New Fleet CAPEX Paper**") which had been circulated in advance of the Meeting.
- 5046.9 After due and careful consideration, **IT WAS RESOLVED** that the Fleet Paper, the Fleet Procurement Paper, and the New Fleet CAPEX Paper are hereby approved in the form presented to the Meeting.
- 5046.10 The board noted the advisory note on the revised 'DART+ PBC and the impact of these changes to the initial version approved by the board in December 2020. the board further noted that the PBC was due to be put before the NTA board for approval in the coming weeks.

Mr [REDACTED] Mr [REDACTED] and Ms [REDACTED] left the Meeting

5047 FINANCIAL STATEMENTS APPROVAL

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

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

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

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

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

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

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

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

5048 CHIEF EXECUTIVE'S REPORT

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

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

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

Financial Report

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

Train Operations (“TO”) Report

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

Commercial Report

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

Infrastructure Manager Report (the “IM Report”)

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

Capital Investments Report

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

5049 ADVISORY/POLICY PAPERS

Board Safety Committee Report

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

ARC Report

- 5049.2 The Board noted the contents of the ARC Report.

Service Delivery Advisory Group (“SDAG”) Report

- 5049.3 The Board noted the contents of the SDAG Report.

Capital Investment Advisory Group (“CIAG”) Report

- 5049.4 The Board noted the contents of the ARC Report.

Human Resource Advisory Group (“HRAG”) Report

- 5049.5 The Board noted the contents of the HRAG Report.

Project Management Framework

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

Property Items

- 5049.7 The board noted the Property Report for the Period as included in the Board pack that was circulated in advance of the Meeting.
- 5049.8 The board noted the property paper that detailed the approval that was to be sought from the Company board and the Board of CIÉ with regards to the Waterford North Quays SDZ and the construction of the new Plunkett Station and associated land transfers to/from Waterford City & County Council (the “**Waterford Approval**”). **IT WAS RESOLVED** that the Waterford be and is approved.

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

Mr [REDACTED] entered the Meeting

Quarterly Risk Report

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

Mr [REDACTED] left the Meeting

5050 CAPITAL EXPENDITURE

Capital Expenditure Proposals

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

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

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

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

Close-out Reports

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

Ms [REDACTED] entered the Meeting

5051 PROCUREMENT

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

Procurement Proposals

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

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

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

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

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

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

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

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

5051.9

[REDACTED]

5051.10 Ms [REDACTED] presented the procurement proposal paper for the award criteria for the tender process for the purchase of up to six ballast plough rail wagons with an estimated value of the contract being between [REDACTED] (the “Wagons Proposal”). **IT WAS RESOLVED** that the Wagons Proposal be and is hereby approved.

5051.11 Ms [REDACTED] presented the procurement proposal paper for the award criteria for the provision of a network resource management platform to the Company. It was noted that it was expected that this contract would operate for a period of 10 years with an estimated value of the contract being [REDACTED] (the “NRMP Proposal”). **IT WAS RESOLVED** that the NRMP Proposal be and is hereby approved.

5051.12 Ms [REDACTED] presented the procurement proposal paper for the award criteria for the procurement of an Independent Assessor for the DART+ Programme with an estimated value of the contract being [REDACTED] (the “Independent Assessor Proposal”). **IT WAS RESOLVED** that the Independent Assessor Proposal be and is hereby approved.

5051.13 Ms [REDACTED] presented the procurement proposal paper for sought for the sale and disposal of approx. 600 tons of scrap rail to the value of [REDACTED] in accordance with CIÉ Group Procurement Policies and Procedures governing the disposal of assets. (the “Scrap Rail Proposal”). **IT WAS RESOLVED** that the Scrap Rail Proposal be and is hereby approved.

Supply and Delivery of Point and Crossings Contract Advisory Paper

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

Procurement Schedule for 2021

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

Contracts Awarded > [REDACTED] 2020 Advisory Paper

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

Ms [REDACTED] left the Meeting

5052 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

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

Revised Constitution

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

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

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

Intra-Meeting Licence execution

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

5053 APPENDICES FOR NOTING

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

5054 ANY OTHER BUSINESS

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

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

Chairman _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Lease in duplicate with Mr. [REDACTED] for premises to be used as a retail unit at Killiney DART and Rail Station, Co. Dublin for a term of 5 years, for a rent as follows:
 - [REDACTED] per annum – Year 1
 - € [REDACTED] per annum – Years 2 to 5
 - Or [REDACTED] of gross turnover which is payable in Years 3,4 and 5.
2. Lease in duplicate with Easycash (Ireland) Ltd., for an ATM at Connolly Station from 12th May 2020, for a term of 5 years, for a rent as follows:
 - Year 1 [REDACTED] per annum
 - Years 2-5 [REDACTED] per annum plus transaction fee as follows:
 - [REDACTED] per annum where the average number of transactions exceeds 10,000 per month.
 - [REDACTED] per annum where the average number of transactions exceeds 12,000 per month.
 - [REDACTED] per annum where the average number of transactions exceeds 14,000 per month.

Company Secretary
Iarnród Éireann
30th March 2021

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Licence in duplicate with [REDACTED] to extend an existing licence of lands at Spencer Dock from 1st November 2020 to 21st April, 2021, for a licence fee of [REDACTED]
2. Licence in duplicate with [REDACTED] to allow them use two areas at Heuston Railway Station to locate bicycle stations, for a licence period of 1 year, for a licence fee as follows:
[REDACTED] for the first 6 months of the licence to assist Moby with the initial set up costs, from 1st December 2020 until 31st May 2021 and
thereafter [REDACTED] of gross turnover payable for the second 6 months from 1st June 2021 to 30th November, 2021.
3. Licence in duplicate with [REDACTED] for a mobile kiosk at Malahide Railway Station, Co. Dublin, for a licence period of 2 years, for a licence fee of [REDACTED] per annum.
4. Supplemental Licence with Galway City Innovation District Co. Ltd., agreeing to an alteration of the terms of their original Licence dated 8th April, 2020, extending the Licence period by four calendar months from 31st October, 2020 until 28th February, 2021, the termination date of the licence. In all other respects the original Licence will remain unchanged.

Company Secretary
Iarnród Éireann
30th March 2021