

Stáisiún Uí Chonghaile, Baile Átha Cliath 1, D01 V6V6

Connolly Station, Dublin 1, D01 V6V6

T 01 703 4293 **E** info@irishrail.ie **W** www.irishrail.ie

██████████
Email: ██████████

17th February 2023

Re: FOI Request Response (IE_FOI_656)

Dear ████████,

I refer to your request dated 26th January 2023 made under the Freedom of Information Act 2014, which was received on that day seeking records held by Iarnród Éireann.

Request:

- Copies of the minutes of each board meeting of Iarnród Éireann in 2022 and to-date in 2023

I, Dave McCabe, have now made a final decision to Part grant your request on 17th January 2023.

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

Rights of appeal

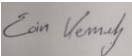
In the event that you are not happy with this decision you can make an appeal in relation to this matter, you can do so by writing to the FOI Unit, Corporate Communications, Iarnród Éireann Irish Rail, Connolly Station, Amiens St, Dublin 1 or by e-mail to foi@irishrail.ie. You should make your appeal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

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

Should you have any questions or concerns regarding the above, please contact the FOI Office on ██████████

Yours sincerely,

Yours sincerely,

PP 

Mr Dave McCabe,

Decision Maker

Freedom of Information Request:
Schedule of Records for **IE_FOI_656** : 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	18.01.2022	2022 01 18 IE Minutes	4			
	Page 2	5126.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5127.1			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare
2	08.02.2022	2022 02 08 IE Minutes	11			
	Page 2	5135.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5135.4			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	Page 3	5136.5			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 4	5137.4, 5138.1 - 5138.2			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
		5137.5				CIÉ
	Page 5	5138.3 - 5139.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 6	5139.4 - 5139.11			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 7	5139.12 - 5139.16			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 9	Appendix 1 (items 1-2)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 10	Appendix 2 (items 1 - 9)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 11	Appendix 3 (item 3)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
3	29.03.2022	2022 03 29 IE Minutes				
	Page 3/4	5146.1 - 5146.5			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	Page 4	5146.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 4	5146.11			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 5	5148.2			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	Page 5	5148.5			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	Page 6	5149.6			Schedule 1 Part 2 - Exempt Agencies	CIÉ is classed as an exempt agency
	Page 6	5150.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 7	5150.2 - 5150.9			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations

	Page 8	5151.2 - 5151.8			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 9	5151.9			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 10	Appendix 1 (items 1-5)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	Page 11	Appendix 2 (items 1 - 4)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
4	17.05.2022	2022 05 17 IE Minutes	11			
	page 2	5160.2			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 2	5160.4			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 3	5162.2			Section 29 (1) (a) - Deliberative process	deliberative process relating to catering advice/consultations and recommendations
	page 4	5162.3			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 4	51.63.5			Schedule 1 Part 2 - Exempt Agencies	CIÉ is classed as an exempt agency
	page 5	5163.2			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6	5164.1 - 5164.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6 - 7	5165.2 - 5165.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 7	5165.8			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare
	page 7	5165.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 7	5165.11 - 5165.12			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 9	Appendix 1 (items 1 -5)			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare
	page 9	Appendix 1 (items 1 -5)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	page 10	Appendix 2 (items 1-5)			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
5	28.06..2022	2022 06 28 IE Minutes	10			
	page 2	5172.2			Section 29 (1) (a) - Deliberative process	deliberative process relating to catering advice/consultations and recommendations
	page 3	5174.1 - 5174.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 4	5176.3			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 4	5176.4			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 4	5176.7			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 5 - 6	5178.1 - 5178.7			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations

	psge 6 - 7	5179.2 - 5179.7			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 7	5179.9 - 5179.10			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 8	Appendix 1			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	page 9	Appendix 2			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
6	30.08.2022	2022 08 30 IE Minutes	12			
	page 2	5187.1 - 5187.4			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 4	5190.2			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 4 - 5	5191.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 5	5191.2			Schedule 1 Part 2 - Exempt Agencies	CIÉ is classed as an exempt agency
	page 5	5191.3 - 519.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 5	5191.7			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	page 5	5191.6			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 5	5191.8			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6	5191.9 - 5191.14			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6 - 7	5192.2 - 5192.7			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 7	5192.8			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	page 7	5192.9 - 5192.10			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 7- 8	5192.11			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 8	5192.12			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 8	5192.13			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 8	5192.14 - 5192.16			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 10	Appendix 1			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	page 11	Appendix 2			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
7	25.10.2022	2022 10 25 IE Minutes	12			
	page 2	5200.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 2	5200.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations

	page 3	5201.2			Schedule 1 Part 2 - Exempt Agencies	CIÉ is classed as an exempt agency
	page 3	5202.4			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 3	5202.6			Section 29 (1) (a) - Deliberative process	deliberative process relating to catering advice/consultations and recommendations
	page 4 - 5	5204.2			Schedule 1 Part 2 - Exempt Agencies	CIÉ is classed as an exempt agency
	page 6	5205.1 - 5205.4			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6	5205.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6	5205.7			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 7	5205.8 - 5205.13			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 7 -8	5206.1 - 5206.5			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 8	5206.6			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 8	5206.7 -5206.8			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 8	5206.9			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	page 8	5206.11			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 10	Appendix			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	page 11	Appendix			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
		item 1			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
		item 9			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
8	29.11.2022	2022 11 29 IE Minutes	12			
	page 2	5214.3			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 3	5214.6			Section 29 (1) (a) - Deliberative process	deliberative process relating to catering advice/consultations and recommendations
	page 3	5215.5			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 4	5215.6			Section 29 (1) (a) - Deliberative process	deliberative process relating to catering advice/consultations and recommendations
	page 4	5215.7			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 4	5215.1			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 4	5215.12			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 4	5216.1			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort

	page 5	5217.3 - 5217.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 5 - 6	5218.1 - 5218.2			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	page 6	5218.3 - 5218.6			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	page 6 - 8	5219.2 - 5219.15			Section 36(1)(b) - Commercially Sensitive Information	Commercially sensitive information which could prejudice the conduct of negotiations
	Page 10	Appendix 1			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
	page 11	Appendix 2			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
9	18.01.2023	2023 01 18 IE Minutes	6			
	page 3	5227.1			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of Rosslare Europort
	page 3	5227.2			Schedule 1 Part 1 (p) - Partially Included agencies	Iarnród Éireann is exempt from FOI in so far as it relates to the operation of its freight function
	page 4	Appendix 1			Section 37 - Personal Information	Personal Information relating to external companies & members of the public
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signed
Eoin Kennedy
Data protection & Freedom of information office.

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

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

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

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5121 CONSTITUTION OF THE MEETING

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

5122 DIRECTORS’ INTERESTS

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

5123 PRIVATE SESSION

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

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

5124 MINUTES

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

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

5125 ACTION POINTS OF PREVIOUS BOARD MEETINGS

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

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

5126 PROCUREMENT PROPOSALS

5126.1 The Directors noted the procurement proposal that sought to award a contract to award call-off contracts (i) for the leasing of commercial & passenger electric vehicles to GPT at a cost of [REDACTED] for the provision of 230 commercial vehicles at a total estimated cost of [REDACTED] and associated road tax and consumables costs at [REDACTED] and (ii) to Bright Motors 9 (formerly Ashley) at a cost of [REDACTED] for the provision of 61 passenger vehicles at a total estimated cost of [REDACTED] and associated road tax and consumables costs at [REDACTED] excluding VAT. (the “**Framework Agreement for Leasing of Cars and Vans Proposal**”) and that the funding source for this contract be from the NTA. **IT WAS RESOLVED** that the Framework Agreement for Leasing of Cars and Vans Proposal be and is hereby approved in the form presented to the Meeting.

5127 STRATEGY

Mr Costello entered the Meeting

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

5127.1



Mr Costello left the Meeting

Mr Watson entered the Meeting

Independent Safety Incident Report

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

Mr Watson left the Meeting

Safety response and initiatives updates

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

Ms O'Shea entered the Meeting

Network Wide Risk Model ("NWRM")

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

Ms O'Shea left the Meeting

Ms Russel entered the Meeting

Ricardo Rail – Safety Strategy Review

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

Ms Russel left the Meeting

5128 APPENDICES FOR NOTING

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

5129

5129.1

Chair

Date

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND FIFTY-SIXTH BOARD MEETING HELD ON
TUESDAY 9th FEBRUARY 2022 VIA MICROSOFT TEAMS
AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chair
	Ms. Suzy Byrne	Director*
	Ms. Valerie Little	Director*
	Mr. Peter Mulholland	Director*
	Ms. Sarah Roarty	Director*
	Mr. Tommy Wynne	Director*
	Mr. Jimmy Doran	Director*
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office*/**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments*
	Mr. Lorcan O’Connor	Chief Executive, CIÉ*
	Mr Chris McMorro	Head of Fleet Management*/**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5130 CONSTITUTION OF THE MEETING

- 5130.1** It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5131 DIRECTORS’ INTERESTS

- 5131.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5132 PRIVATE SESSION

- 5132.1 A private session took place, during which Board member discussed matters to be focused on during the full meeting.

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

5133 MINUTES

- 5133.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 18th January 2022 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5134 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5134.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were hand been closed prior to the Meeting.

Mr McMorrow joined the Meeting

5135 STRATEGY

Chief Mechanical Engineer (“CME”) Presentation

- 5135.1 Mr McMorrow noted that he was Head of Fleet Management and provided the Directors with a presentation which provided an overview of the repair, maintenance and overhaul facilities located nationwide. He advised that the Company manufactures its own wheelsets and bogies for all fleets. Mr McMorrow noted that Inchicore Works would have its 175th anniversary celebration in May 2022,
- 5135.2 Mr McMorrow reported that the fleet was mostly diesel, but the Company was to transition to electric and hybrid vehicles. In response to a query, Mr McMorrow confirmed that plans were in place to retrain and upskill CME staff in electronic engineering to support this transition away from diesel. Mr McMorrow noted that the CME department, in conjunction with the Talent Management team, had launched successful graduate and apprenticeship programmes. Mr McMorrow noted that particular attention had been paid to raising the Company’s profile and potential career growth to attract and retain talent for the organisation. Mr McMorrow further noted that a succession plan had been put in place for the leadership within the CME department.
- 5135.3 Mr McMorrow explained that the Company had outsourced services with regards to test and repair of high value electronics which had been subsequently brought back in house at the Drogheda Electronics Repair Facility (“**DERF**”), that had provided the Company with a [REDACTED] annual saving. He advised that the Company was part of worldwide railway benchmarking group that had rail operators from Canada, Australia and the EU review the lean manufacturing methods used by the Company. In response to a query, Mr McMorrow advised that blue belt and black belt lean management training had been provided to CME staff. Mr McMorrow advised that The Société Nationale des Chemins de Fer Français (“**SNCF**”) had visited the Company to learn from the lean management techniques used by IE with DERF in order to implement such lean manufacturing methods to SNCF.

5135.4

[REDACTED]

Mr McMorrow left the Meeting

Safety Update

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

5136 CHIEF EXECUTIVE’S REPORT

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

Financial Report

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

Train Operations ("TO") Report

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

Commercial Report

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

Infrastructure Manager Report (the "IM Report")

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

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

Capital Investments Report

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

5137 ADVISORY/POLICY PAPERS

Audit and Risk Committee ("ARC") Report

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

Human Resource Advisory Group ("HRAG") Report

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

DART+ Tunnel

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

CIE Property Advisory Papers

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

5137.5 [REDACTED]

5138 CAPITAL EXPENDITURE

Capital Expenditure Proposals

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

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

- 5138.3 The board noted that approval was sought for the capital expenditure of [REDACTED] (including non-recoverable VAT) for the procurement, installation, and commissioning of rapid charging points (including all site infrastructure) for Electric Vehicle Taxis at nine locations nationwide. (“**EV Taxi Charging Proposal**”) It was noted that it was funded by the Department of Transport (“**DoT**”). **IT WAS RESOLVED** that the EV Taxi Charging Proposal be and is hereby approved.
- 5138.4 The board noted was previously obtained in December 2019 for expenditure in the amount of [REDACTED] (inclusive of non-recoverable VAT) for the purchase of six Ballast Plough Wagons. However, following the conclusion of a procurement process and Best and Final Offer process with bidders, the total cost of this project was now [REDACTED] (inclusive of non-recoverable VAT). It was advised that approval of an additional expenditure of [REDACTED] was now sought. (the “**Ballast Proposal**”) It was noted that the funding source for the purchase of these machines was the Infrastructure Manager (“**IM**”) MAC. **IT WAS RESOLVED** that the Ballast Proposal be and is hereby approved.
- 5138.5 The board noted that approval was sought for the expenditure of [REDACTED] million to continue the progress of an asset renewal programme across stations on the Iarnród Éireann network which would enhance the customer experience (“**Customer Facing Project Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Customer Facing Project Proposal be and is hereby approved.
- 5138.6 The board noted that approval was sought to adjust the cost estimate for the delivery of the preliminary design, statutory approval, and tender preparation phases (up to phase 5a) for DART+ to [REDACTED]. It was noted that the Preliminary Business Case (“**PBC**”) approved by Government in December 2021 had provided for a budget of [REDACTED] for these works and that the Baseline Business Case approved by the board in February 2020 provided for 4% of total project costs to deliver the Railway Order and tender preparation phases. It was advised that the [REDACTED] target represented 4.1% of the PBC cost estimate. It was further advised that this increase the scope of DART+ Coastal was to provide for the development of a phase 2 option study for the upgrading of the existing electrification network for a cost of [REDACTED]. It was noted that the upgrading of the existing electrification network to accommodate the post DART+ service levels was not provided for in the PBC and that DART+ Programme was funded on an annual basis by the NTA. (“**DART+ Budget Increase Proposal**”). **IT WAS RESOLVED** that the DART+ Budget Increase Proposal be and is hereby approved.

Ms Leonard entered the Meeting

5139 PROCUREMENT

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

Procurement Proposals

- 5139.2 Ms Leonard noted that it was proposed that the Company exercise an existing extension option for a further 5-year service level agreement to cover a number of acoustic bearing monitoring devices purchased by the Company in 2015. She noted that the total cost associated with the additional 5-year service level agreement is [REDACTED] (excl. VAT and that would bring the total contract value to [REDACTED] (the “**Acoustic Bearing Monitoring Equipment Proposal**”) It was noted that it would be funded by the CME heavy maintenance budget. **IT WAS RESOLVED** that the Acoustic Bearing Monitoring Equipment Proposal be and is hereby approved in the form presented to the Meeting.
- 5139.3 Ms Leonard noted that it was proposed that the Company award a contract to Breffni Plant Hire Ltd to undertake plant hire requirements in Division 7 and Division 8 throughout 2022 at a total estimated cost of [REDACTED] (the “**Plant Hire Proposal**”) It was noted that it would be funded by the MAC. **IT WAS RESOLVED** that the Plant Hire Proposal be and is hereby approved in the form presented to the Meeting.

- 5139.4 Ms Leonard presented the procurement proposal that sought to award a contract to Global Rail Services Ltd to undertake GSM-R Project Phase 3 Civils Works (Package 3) at a total estimated cost of [REDACTED] (the “**GSM-R Proposal**”) and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the GSM-R Proposal be and is hereby approved in the form presented to the Meeting.
- 5139.5 Ms Leonard presented the procurement proposal that sought that the board increase the contract award value for the Connolly Masterplan M3 Parkway Building Works by [REDACTED] which was awarded to Global Rail Services Limited, bringing the total award value to [REDACTED] (the “**Connolly Masterplan Proposal**”). She noted that since the value now exceeded [REDACTED], the approval of the board was sought retrospectively to approve the modification to the contract and that the project was funded from own funds. **IT WAS RESOLVED** that the Connolly Masterplan Proposal be and is hereby approved in the form presented to the Meeting.
- 5139.6 Ms Leonard presented the procurement proposal paper that sought the approval to award a contract to Colin Burke Electrical Ltd for Fire & Security Systems and Sub Systems Maintenance at a cost of [REDACTED] which is funded by the MAC. (the “**Fire & Security Systems Proposal**”). **IT WAS RESOLVED** that the Fire & Security Systems Proposal be and is hereby approved.
- 5139.7 Ms Leonard presented the procurement proposal paper that sought to grant delegated authority to the CEO to approve the award of a contract for the maintenance and installation of mechanical services and systems. She noted that the current contract was due to expire in March 2022 and it was proposed to award a three-year contract with the option to extend for a further two years at a total estimated cost of [REDACTED]. It was noted the funding source for this contract would be IMMAC. (the “**Mechanical Systems and Services Proposal**”). **IT WAS RESOLVED** that the Mechanical Systems and Services Proposal be and was hereby approved.
- 5139.8 Ms Leonard presented the procurement proposal that sought approval to extend the term of the current contracts for the provision of personal protective and safety clothing for a period of 25 weeks. She noted that in April 2017, the Company awarded contracts to Bunzel Ireland, Michael J Scannell, Bodyguard Workwear Ltd, Arco Safety Ltd and Portwest Ltd for an initial term of 3 years with the option to extend the term of the contract annually up to a further 2 years. She advised that all extension options had now been utilised and the current contracts would expire in April 2022 and that the total value of all contracts awarded to date was [REDACTED] with it anticipated that the proposed extension would increase this value to just under [REDACTED] (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.
- 5139.9 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria to facilitate a tender process for the supply and delivery of micro-piles to the CCE Department. These piles would be used to remediate poor formation problems and the maintenance of line speed, with an estimated value of the contract is [REDACTED] excluding VAT, with the works being funded by the Department of Transport (“**DoT**”). (the “**Micro-Piles Proposal**”). **IT WAS RESOLVED** that the Micro-Piles Proposal be and is hereby approved.
- 5139.10 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, set out in sections 3 and 4 below, to commence a tender process to establish a multi-party framework agreement for the renewal, upgrade and replacement of mechanical and electrical systems and services with the scope of the agreement would include the supply and installation of new mechanical and electrical systems with a proposed duration of the framework agreement being 5 years with an estimated value of services to be awarded under the agreement over the five-year period being [REDACTED] and the funding source would come from NTA and other capital funding streams. (the “**Mechanical and Electrical Systems Proposal**”). **IT WAS RESOLVED** that the Mechanical and Electrical Systems Proposal be and is hereby approved.
- 5139.11 Ms Leonard presented the procurement proposal that sought approval sought for the selection and award criteria the establishment of a multi-party framework agreement for the supply, installation commissioning and maintenance of electric vehicle rapid charging systems. The term of the proposed framework agreement would be for an initial period of four years with an option to extend for a further year. The first call off contract under the proposed framework agreement would be funded by the DoT (Climate Delivery Division) for the supply, installation, maintenance of electric taxi vehicle rapid charging points at 9 locations nationwide at an estimated cost of [REDACTED] (excl. VAT). She noted that any further call off contracts would also be subject to funding being approved

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

- 5139.12 Ms Leonard presented the procurement proposal that sought approval for award criteria to establish contract agreements for the supply of personal protective equipment (“**PPE**”) with a term of five years. It was noted that the estimate value over the full term of the contract term is estimated [REDACTED] to [REDACTED] (excl. VAT) (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.
- 5139.13 Ms Leonard presented the procurement proposal that sought approval for the selection criteria for the proposed tender for the repair and overhaul of rail diesel engines and generator sets for a proposed duration of the contract being 5 years with an option to extend annually up to a further 2 years, with a total estimated contract value is [REDACTED], based on the maximum contract duration of 7 years (the “**Repair and Overhaul of Rail Diesel Engines Proposal**”). **IT WAS RESOLVED** that the Repair and Overhaul of Rail Diesel Engines Proposal be and is hereby approved.
- 5139.14 Ms Leonard presented the procurement proposal that sought approval to shortlist suitable candidates to participate in a tender process for the replacement of the Passenger Information System on the 29000 DMU fleet. She advised that the external funding source for this agreement will be through the NTA and the total estimated contract value is [REDACTED] (the “**PIS Proposal**”). **IT WAS RESOLVED** that the PIS Proposal be and is hereby approved.
- 5139.15 Ms Leonard presented the procurement proposal that sought approval the selection to shortlist suitable candidates for participation in a Qualification System, which will be used to tender for the replacement of the nickel cadmium (NiCad) auxiliary batteries across a number of rolling stock fleets. She noted that it was anticipated that the individual award value of some of the tenders that would issue under the proposed Qualification System, contracts may exceed [REDACTED] and therefore approval was sought. Funding for all tenders conducted via the Qualification System would be funded via the CME Heavy Maintenance budget. (the “**NiCad Proposal**”). **IT WAS RESOLVED** that the NiCad Proposal be and is hereby approved.
- 5139.16 Ms Leonard presented the procurement proposal that sought approval for the disposal from Portlaoise Sleeper Depot of scrap rail and castings during 2022 in accordance with CIÉ Group policies and procedures governing the disposal of assets, with a current estimated volume of scrap rail and castings being 5,000 tons which would result in an estimated [REDACTED] being received. (the “**Scrap Proposal**”). **IT WAS RESOLVED** that the Scrap Proposal be and is hereby approved.
- 5139.17 Ms Leonard presented the procurement proposal that sought approval approve disposal of one MK3 coach No. 7161 for heritage use by Limerick City and County Council. It was noted that the asset had a nil net book value (the “**Disposal Proposal**”). **IT WAS RESOLVED** that the Disposal Proposal be and is hereby approved.
- 5139.18 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5140 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5140.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5141 APPENDICES FOR NOTING

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

5142 ANY OTHER BUSINESS

- 5142.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 29th March 2022 at 9:30am and would be a hybrid meeting via Microsoft Teams and a location yet to be determined.
- 5142.3 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

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

Company Secretary
Iarnród Éireann
8th February 2022.

TRANSACTIONS FOR APPROVAL AND SEALING**Signing only**

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

Company Secretary
Iarnród Éireann
8th February 2022.

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

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

Company Secretary
Iarnród Éireann
8th February 2022.

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

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

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director*
	Ms. Valerie Little	Director*
	Mr. Peter Mulholland	Director*
	Ms. Sarah Roarty	Director*
	Mr. Tommy Wynne	Director*
	Mr. Jimmy Doran	Director*
		(collectively referred to as the “board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office*/**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments*
	Mr. Lorcan O’Connor	Chief Executive, CIÉ*
	Mr Glenn Carr	General Manager Freight & Rosslare Europort*/**
	Mr Cathal Mangan	Chief Civil Engineer (“CCE”) */**
	Mr Pat O’Donoghue	Chair of the Iarnród Éireann Capital Investment Advisory Group (“CIAG”) */**
	Mr Ronan Glynn	Chief Risk Officer (“CRO”)

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5143 CONSTITUTION OF THE MEETING

- 5143.1** It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5144 DIRECTORS’ INTERESTS

- 5144.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231, 261, 262 and 263 of the Companies Act, 2014.

5144 MINUTES

- 5144.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 8th February 2022 which had been circulated in advance

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

5145 ACTION POINTS OF PREVIOUS BOARD MEETINGS

5145.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points had been closed prior to the Meeting.

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

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

Mr Carr joined the Meeting

5146 STRATEGY

Rosslare Europort Update

5146.1

[REDACTED]

[REDACTED]

[REDACTED]

5146.3

[REDACTED]

of [REDACTED]

[REDACTED]

5146.5

Mr Carr left the Meeting

Chief Civil Engineer (“CCE”) Department Presentation

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

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

Train Protection System (“TPS”) Governance Review

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

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

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

TPS Development Review

5146.11



5147 FINANCIAL STATEMENTS APPROVAL

- 5147.1 It was noted that the Company's Directors' Report, Auditor's Report, and the Financial Statements for the year ended 31st December 2021 (the "**Financial Statements**") had been circulated in advance of the meeting. Ms Little confirmed that the Audit and Risk Committee had reviewed the Financial Statements and were recommending that the Financial Statements be approved by the board subject to approval of the draft letter of support from CIÉ.
- 5147.2 Mr Cronin presented the Going Concern Briefing Note (the "**Note**") which had been included in the board pack. He advised that the NTA issued a letter indicating their intention to continue to confirm the funding of PSO and noted that a verbal assurance had been received from the Department of Transport to fund the MAC as contracted. Mr Cronin advised that this note provided an overview of the 2022 and 2023 forecasts for the Company and further advised the Auditors had accepted the basis for concluding that the Company would continue to be a going concern for a period of twelve months from the date of the Meeting.
- 5147.3 The board noted that a draft CIÉ letter of support addressed to the Company (the "**Support Letter**") had been included within the board materials. Mr O'Connor confirmed that the Support Letter had remained in line with the letter of support issued in April 2021 and noted that the Support Letter was to be presented for approval by CIÉ at its next board meeting.
- 5147.4 The board noted that the audit letter of representation from the Company addressed to Mazars (the "**Letter of Representation**") had been circulated in advance of the Meeting.

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

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

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

5147.6 Mr McCabe presented the notice of the Company's annual general meeting ("**AGM**") and noted that the AGM was to be held on 6th April 2021 (the "**Notice**"). **IT WAS RESOLVED** that the Notice be and is approved and that the Secretary be approved to execute the Notice and circulate to the Company's auditors and shareholders.

5148 **CHIEF EXECUTIVE'S REPORT**

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

5148.2



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

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

5148.5



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

Financial Report

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

Train Operations ("TO") Report

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

Commercial Report

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

Infrastructure Manager Report (the "IM Report")

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

Capital Investments Report

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

5149 ADVISORY/POLICY PAPERS

Audit and Risk Committee (“ARC”) Report

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

Board Safety Committee (“BSC”) Report

- 5149.2 The board noted the contents of ARC Report.

Human Resource Advisory Group (“HRAG”) Report

- 5149.3 The board noted the contents of the HRAG Report.

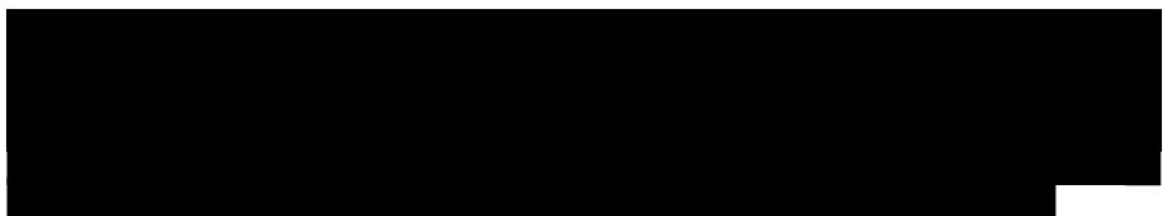
Service Delivery Advisory Group (“SDAG”) Report

- 5149.4 The board noted the contents of the SDAG Report.

Navan Line Assessment Advisory Paper



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

CIÉ Property Advisory Papers

- 5149.6 
- 5149.7 The board noted the advisory paper that would seek authority from the CIÉ Board for CIÉ to enter into a 10-year Master Licence Agreement with Three Ireland.

5150 CAPITAL EXPENDITURE

Capital Expenditure Proposals

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

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

Ms Leonard entered the Meeting

5151 PROCUREMENT

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

Procurement Proposals

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

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

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

Ms Leonard left the Meeting

Mr Glynn entered the Meeting

5152 RISK REPORT

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

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

Mr Glynn left the Meeting

5153 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5153.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5154 APPENDICES FOR NOTING

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

5155 ANY OTHER BUSINESS

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

5155.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

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

Company Secretary
Iarnród Éireann
29th March 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

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

Company Secretary
Iarnród Éireann
29th March 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

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

Company Secretary
Iarnród Éireann
29th March 2022

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND FIFTY-EIGHTH BOARD MEETING HELD ON
TUESDAY 17th MAY 2022 AT HEUSTON STATION SAINT JOHN'S ROAD WEST, DUBLIN 8
AND VIA MICROSOFT TEAMS AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director*
	Ms. Valerie Little	Director
	Mr. Peter Mulholland	Director*
	Ms. Sarah Roarty	Director*
	Mr. Tommy Wynne	Director
	Mr. Jimmy Doran	Director
		(Collectively referred to as the “ Board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
APOLOGIES:	Ms. Sarah Roarty	Director
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office*/**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr Paul Hendrick	Assistant Director Programme Systems Integration
	Mr. Lorcan O’Connor	Chief Executive, CIÉ*
	Mr Ronan Glynn	Outgoing Chief Risk Officer (“ CRO ”) */**
	Ms Ruth Baldwin	Incoming Chief Risk Officer*/**
	Mr John Kennedy	Head of HR Organisational Development*/**
	Mr Ciarán Browne	Assistant Director Network Enhancements*/**
	Ms Fiona O’Sullivan	Programme Manager Railway Systems*/**
	Mr Tony Ward	Chairperson of Disability User Group (“ DUG ”)

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5156 CONSTITUTION OF THE MEETING

5156.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5157 DIRECTORS’ INTERESTS

5157.1 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.

5158 MINUTES

- 5158.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 29th March 2022 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5159 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5159.1 The board reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were had been closed prior to the Meeting.

Mr Kennedy joined the Meeting

5160 STRATEGY

Human Capital Management (“HCM”) Update Presentation

- 5160.1 The Board were provided with a presentation by Mr Kennedy which provided an overview of IÉ’s new Oracle HCM system. He advised that all current staff data would be migrated to this new system that would allow staff access to their personal profiles and make real time updates via mobile, tablet or laptop. Mr Kennedy advised that the HCM system would also provide managers with a dashboard to view staff’s competencies, training, approve leave and schedule performance reviews. Mr Kennedy explained that the superior analytics of this HCM system would be of great benefit to both staff and managers of IÉ and was supported by the Trade Unions.

Mr Kennedy left the Meeting. Mr Browne and Ms O’Sullivan joined the Meeting

Network Enhancements Presentation

- 5160.2 The Board were provided with a presentation from Mr Browne, from the Network Enhancements division, who provided an overview of each division sub-section and staffing of such. He advised that there were currently 35 live projects with a total approved budget of [REDACTED]. Mr Browne provided an overview of the project management controls such as the funding/purchasing approval, the methods of continuous review of project cost and programme scope control and oversight.
- 5160.3 Mr Browne reported that some of the major projects were the Galway (Ceannt) and Limerick (Colbert) station redevelopments, the Cork Area Projects, a range of accessibility enhancements and the Connolly/Heuston Masterplans. The Board noted that it could be seen through the on-going and planned projects that IÉ had a major focus on balanced regional development.

Nation Train Control Centre (“NTTC”)

- 5160.4 The Board were provided with a presentation from Ms O’Sullivan which provided an update on the progress of the NTTC. She explained that the current CTC was at capacity and that the NTCC would be able to meet the increased needs of IÉ. She noted that the NTCC systems will be fully automated and allow for increased services and facilitate the DART+ project. With regards to the building, Ms O’Sullivan advised that it was to be completed in 2021 but COVID-19 had caused delays to construction. She noted that pre-cast concrete was used to mitigate against any further delays. She noted that supply chain issues and ESB power delivery had also caused delays, with the building now to be completed in July 2022. She noted that the original estimated cost of construction was [REDACTED] and the final cost would be [REDACTED].
- 5160.5 With regards to the Train Management System (“TMS”), Ms O’Sullivan advised that June 2024 was the commission date for TMS and even though there had been lost time at early stages due to COVID-19, and difficulties to acquire staff by the contractor, the TMS project was still due to finalised on time. She noted that IÉ meet with the contractor’s (Intra) directors on a monthly basis

to discuss project delivery and advised that IÉ was impressed with contractor's delivery, work and communication thus far.

- 5160.6 Ms O'Sullivan reported that Dublin City Council and Garda Síochána would have a traffic control presence at the NTCC

Mr Browne and Ms O'Sullivan left the Meeting. Mr Ward joined the Meeting

Disability User Group (**DUG**) **Presentation**

- 5160.7 Mr Ward, the Chairperson of the DUG, provided a presentation to the board. He advised that the restructured DUG had been a positive experience since its inception in January 2022. He advised that twelve introductory meetings took place, and the first full DUG meeting of 2022 took place virtually on 24th March 2022 and noted that an in-person meeting was being planned. He reported that the DUG's current membership/focus of representation was three people blind/vision impaired, one autistic person, one person with dementia, one person who is a wheelchair user, two people who are mobility impaired, one person with deafness/hearing loss, one person with an acquired brain injury and two independent advocates with disabilities. He advised that members of DUG visited the new DART mock-up at Inchicore to provide feedback. Mr Ward explained that the DUG was to assist IÉ with providing a service that accommodated the needs of passengers with disability. Mr Ward noted that the DUG was to expand from 12 to 15 members and advised that a GAP analysis would be undertaken for DUG participation. In response to a query, Mr Ward advised that the DUG coordinated with both bus companies and the NTA.

Ms Baldwin and Mr Glynn entered the Meeting. Mr Ward left the Meeting

5161 RISK REPORT

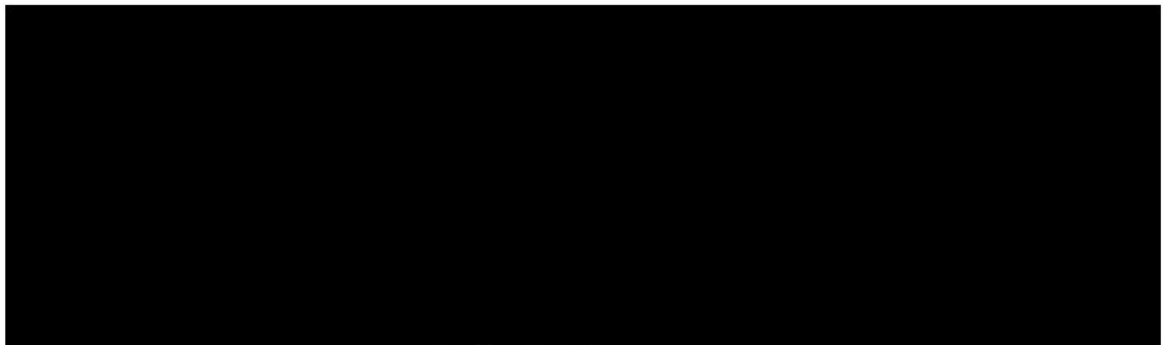
- 5161.1 Mr Glynn introduced Ms Baldwin to the Board and noted that Ms Baldwin was to be appointed as the Company's Chief Risk Officer. Mr Glynn advised that he was to be appointed the Company's Head of Data Analytics. Mr Glynn presented the Quarterly Risk Report. Mr Glynn reported that the Company Risk Framework approved in March 2022 by the Board, had been inputted into the risk software system and all risks mapped to the updated framework
- 5161.2 Mr Glynn reported that, with regards to the rising costs caused by inflation for long-term projects, that the Board and funders are updated regularly and that National Development Plan funding submissions to the Department of Transport ("**DoT**") are reviewed on a periodic basis for costs and project progress. He advised that IÉ have been asked by the DoT to include 7% inflation for each project for next 3 years. Mr Glynn noted that the COVID-19 risk was reduced and classified as a non-principal risk.

Ms Baldwin and Mr Glynn left the Meeting

5162 CHIEF EXECUTIVE'S REPORT

- 5162.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period four ("**P4 and/or Period**") that had been included in the board pack.

5162.2



Action Point

5162.3



- 5162.4 The CEO reported that pay talks were to commence during May with the Trade Unions. He noted that the Company was 18 months into the current two-year deal and advised that a five year was to be negotiated. He noted that the Board would be kept update with the progression of these talks.

51.63.5



Financial Report

- 5162.6 The board noted the contents of the Financial Report included in the board pack. Mr Cronin reported that both the PSO and Capital Audits were completed by RSM, which had awarded a 'substantial assurance' for both audits, which was the highest level of assurance which could be provided. Mr Cronin noted that the Independent Reasonable Assurance Report to IÉ, completed by Mazars, in respect of ticketing controls operated by IÉ which did not find any deficiencies in the controls.

Train Operations ("TO") Report

- 5162.7 The board noted the contents of the TO Report included in the board pack. Mr Gilpin reported on the reorganisation of the Commercial and Railway Undertaking departments which were to merge and were to move away from the regional organisation model. He advised that the new roles of head of customer experience, head of service delivery, head of commercial, head of operations capital investments and head of customer experience would be created. My Gilpin noted that regional managers would lead on CX and all IÉ engagements with external stakeholders for the regional cities and Service Delivery Managers would lead drivers, shunters and their supervisory teams. Mr Gilpin advised that the head of commercial will report to Director of RU and that Rosslare Europort, freight and navigator would be manged as a separate business unit. The Board noted that the newly created roles would be advertised internally, and the process was to be completed by Q3 2022.
- 5162.8 With regards to graffiti attacks, Mr Gilpin advised that the Garda had arrested culprits who were suspected of graffitiing 500 carriages in the past two years. He noted that two individuals of a violent attack which occurred at Connolly station were awaiting sentencing and advised that the Garda Hubs had been increased to 10 stations on the network. The Board expressed appreciation for the high level of cooperation between IÉ staff and An Garda Síochána in protecting passengers, staff and property.

Commercial Report

- 5162.9 The Board noted the contents of the Commercial Report included in the board pack. Mr Culligan reported that the development of a centralised solution for TaxSaver had been ceased and the NTA had requested that IE to maintain the existing solution. He advised that the current Tax Saver website was near end of life and the Chief Information Officer was reviewing remediation of the existing website to ensure that it was not venerable to a cyber-attack.

Infrastructure Manager Report (the "IM Report")

- 5162.10 The Board noted the contents of the IM Report included in the board pack. Mr Ballance reported that the IM open day would occur at Portlaoise on 28th June 2022 and the Directors had been invited to attend this showcase.

Capital Investments Report

- 5162.11 The Board noted the contents of the Capital Investments Report included in the board pack. With regards to DART+, Mr Muldoon reported that the ESB had advised that the connection details for proposed 6 no. 38kV substations and associated internal assessments would be completed by the end of September 2022. He noted that the DART+ West railway order was to be put before the IÉ and CIÉ Boards for approval on 28th June 2022 and lodged thereafter.
- 5162.12 With regards to the Intercity Railcar Project, Mr Muldoon advised that a number of production issues are emerging as the vehicles enter the final build phase and during P4 prime contractor Mitsui had formally submitted a Force Majeure notice to the project due to the continued Covid lockdown in Shanghai.
- 5162.13 Mr Muldoon advised that the TPS Drogheda to Greystones continued to progress and noted that an update on the national rollout would be provided at the next Board meeting.

5163 ADVISORY/POLICY PAPERS

Audit and Risk Committee (“ARC”) Report

- 5163.1 The Board noted the contents of ARC Report.

Iarnród Éireann Forecast 2022 and Five-Year Plan 2023 – 2027 (the “Plan”)

- 5163.2 Ms Little reported that the ARC had received a detailed presentation on the Plan. Mr Cronin reported that Plan included a [REDACTED] reasonable profit year-on-year for IÉ and also included significant capital investment year-on-year and the recent reduction in fares. Mr Cronin advised that IÉ’s passenger revenue would increase year on year but that fares would now be for the account of NTA under the gross cost contract with the NTA but noted that the PSO contributions to IÉ would increase in line with the decrease in farebox revenue. Mr Cronin advised that the Plan provided with an overview of the allocation per department of the increased headcount and noted that these figures included temporary project staff. **IT WAS RESOLVED** that the Plan be approved subject to funding.

Board Safety Committee (“BSC”) Report

- 5163.3 The Board noted the contents of BSC Report.

Human Resource Advisory Group (“HRAG”) Report

- 5163.4 The Board noted the contents of the HRAG Report.

Capital Investment Advisory Group (“CIAG”) Report

- 5163.5 The Board noted the contents of the CIAG Report.

2021 Protected Disclose (“PD”) Report

- 5163.6 The Board noted the PD Report and **IT WAS RESOLVED** to approve the PD report and publish such on the Company’s website

Anti-Corruption and Anti-Bribery Policy (“ABC Policy”)

- 5163.7 The Board noted the draft ABC Policy included in the Board papers and noted that approval was sought of such was being sought. (the “**ABC Policy Proposal**”). **IT WAS RESOLVED** that the ABC Policy Proposal be and is hereby approved.
- 5163.8 The board noted March 2022 Report to the Minister.

5164 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5164.1 The board noted that approval was sought for the expenditure of [REDACTED] (of which [REDACTED] was ineligible for NTA funding) to fully execute and complete Phase 1 (Project Scope & Approvals) and Phase 2 (Project Concept, Feasibility & Option Selection) of the Project Management Procedures and undertake tender activity for subsequent phase(s) of the Limerick-to-Limerick Junction Double Track project. It was noted that this would bring the total approved budget for the project to [REDACTED]. (“**Limerick Double Track Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Limerick Double Track Proposal be and is hereby approved.
- 5164.2 The Board noted that approval was sought for the expenditure of [REDACTED] (of which [REDACTED] is ineligible for NTA funding) to fully execute and complete Phase 1 (Project Scope & Approvals) and Phase 2 (Project Concept, Feasibility & Option Selection) of the Project Management Procedures and undertake tender activity for subsequent phase(s) of the Moyross Station project. It was noted that this would bring the total approved budget for the project to [REDACTED] and that it would be funded by the NTA. (the “**Moyross Station Station Proposal**”). **IT WAS RESOLVED** that the Moyross Station Proposal be and is hereby approved.
- 5164.3 The Board noted that approval was sought for the capital expenditure of [REDACTED] (excluding VAT) to progress the acquisitions and installation of Digital and Lightbox advertising displays across a selected number of prime roadside advertising locations, replacing existing traditional advertising boards and that the estimated payback on investment was 3 years. It was advised that the expenditure is an advertising activity and to that end VAT is fully recoverable and that the project was to be funded by IÉ’s own resources, generated by increased advertising revenues from the proposed new advertising displays. (the “**Advertising Proposal**”) **IT WAS RESOLVED** that the Advertising be and is hereby approved.

Ms Leonard entered the Meeting

5165 PROCUREMENT

- 5165.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting.

Procurement Proposals

- 5165.2 Ms Leonard noted that it was proposed that the Company award a contract to Jacobs Engineering Ireland Ltd for the East Coast Railway Infrastructure Protection Project (“**ECRIPP**”) Multi-Disciplinary Consultancy Services. She noted that it was proposed to award a contract for concept design and preliminary design services right up to detailed design and procurement stage (Phases 1-5) and was estimated that these services would be delivered over a five-year period at an estimated cost of [REDACTED]. She noted that funding would be provided by the NTA (the “**ECRIPP Proposal**”). **IT WAS RESOLVED** that the ECRIPP Proposal be and is hereby approved in the form presented to the Meeting.
- 5165.3 Ms Leonard presented the procurement proposal that sought to award an 8-year contract to Knorr-Bremse Rail Systems (UK) Ltd. for the provision of turnkey pneumatic overhaul services required on the fleet of Class 8500/8510 and 8520 Electrical Multiple Units. She noted that this contract award would be awarded, without a call for competition, in accordance with the provisions of Article 50 of Directive 2014/25/EU and that the estimated contract value was [REDACTED], exclusive of VAT, and the funding source for the contract would be from the CME Heavy Maintenance budget (the “**Pneumatic Equipment Proposal**”) and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the Pneumatic Equipment Proposal be and is hereby approved in the form presented to the Meeting.
- 5165.4 Ms Leonard presented the procurement proposal that sought to award a contract to Fingal Engineering for the installation, testing and repair of automated gates and security barriers. It was proposed to award a three-year contract with the option to extend for a further two years and the total estimated cost over the potential 5-year term was [REDACTED] (excl. VAT) or [REDACTED] including non-recoverable VAT) and that the funding source was the IÉ MAC budget. (the “**Automated**

Gates Proposal”) **IT WAS RESOLVED** that the Automated Gates Proposal be and is hereby approved in the form presented to the Meeting.

5165.5 Ms Leonard presented the procurement proposal paper that sought to grant delegated authority to the CEO to approve the award of a contract for the supply and delivery of micro-piles to the CCE Department with an estimated cost originally of at [REDACTED] but given current supply chain challenges, it was now anticipated that the actual cost may be significantly higher and could be in the region of [REDACTED]. She advised that the funding source for this contract was the Department of Transport. (the “**Portlaoise Sleeper Proposal**”). **IT WAS RESOLVED** that the Portlaoise Sleeper Proposal be and is hereby approved.

5165.6 Ms Leonard presented the procurement proposal paper that sought approval for the selection and award criteria to facilitate a tender process to appoint a contractor to construct a new through platform at Kent Station as part of the Cork Area Commuter Rail (“**CACR**”) project with an estimated value of the contract being [REDACTED] excluding VAT, with funding coming from the EU Resilience Funding through the National Transport Authority (NTA). (the “**Kent Proposal**”). **IT WAS RESOLVED** that the Kent Proposal be and was hereby approved.

5165.7 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria to facilitate a tender process to appoint a contractor to construct the Glounthaune to Middleton Twin Track project as part of the CACR programme. (the “**Middleton Proposal**”). **IT WAS RESOLVED** that the Middleton Proposal be and is hereby approved.

5165.8

[REDACTED]

5165.9 Ms Leonard presented the procurement proposal that sought approval for the selection criteria to commence a procurement process for a design and build contractor to construct a Battery Electric Multiple Units (“**BEMU**”) Substation and Charging Roads with an estimated value of the contract being €10m, including VAT, with the works being funded by the NTA. (the “**BEMU Substation Proposal**”). **IT WAS RESOLVED** that the BEMU Substation Proposal be and is hereby approved.

5165.10 Ms Leonard presented the procurement proposal that sought approval for the selection criteria to facilitate the procurement of a replacement signalling interlocking technology. It was noted that this technology would command-and-control train movements using a new computer-based interlocking (“**CBI**”) system and shall include full life-cycle supply and support services and the total estimated cost was [REDACTED] over a circa 25 years agreement period. The primary funding source for this contract would be the Multi-Annual Contract. (the “**BEMU Substation Proposal**”). **IT WAS RESOLVED** that the CBI Proposal be and is hereby approved.

5165.11

[REDACTED]

5165.12

[REDACTED]

5165.13 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5166 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5166.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5167 APPENDICES FOR NOTING

5167.1 The board **HEREBY NOTED** the 2022 Forward Agenda, the ARC Minutes dated 22nd March 2022, the BSC Minutes dated 25th February 2022, the HRAG Minutes dated 22nd March 2022 and the CIAG Minutes dated 22nd February 2022.

5168 ANY OTHER BUSINESS

5168.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 28th June 2022 at 9:30am and would be a hybrid meeting via Microsoft Teams and the Heuston Station board room.

5168.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING



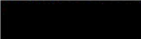
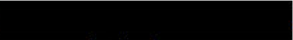

Approval for signing and sealing

1. Licence Agreement, in duplicate, with Irish Water for the installation of a 150mm water main beneath the track bed at Graigue, Holycross, Co. Tipperary, on the abandoned Thurles to Clonmel Line for a licence period of 250 years, for a licence fee of [REDACTED]
2. Licence Agreement, in duplicate, with Irish Water for the installation of a 675mm foul sewer below ground adjacent to underbridge UBR138 at 11 miles 1,405 yards, Bray Commons, Bray, Co. Wicklow on the Dublin to Wexford Line, for a licence period of 250 years, for a licence fee of [REDACTED]
3. Licence Agreement, in duplicate, with Global Rail Services Limited to install ducts in the road surface at UBB59 at 21 miles 1,635 yards in the townland of Tankardstown on the Dublin to Belfast Line for a licence period of 14 days at a fee of [REDACTED].
4. Licence Agreement, in duplicate, with McWilliams Capital Limited for the installation of a single 100mm foul sewer pipe in the roadway beneath UBB151 at 50 miles 1,660 yards in the townland of Sportsman's Hall, Co. Louth on the Dublin to Belfast Line, for a licence period of 250 years, for a licence fee of [REDACTED]
5. Licence Agreement, in triplicate, with Fishguard and [REDACTED] and Harbours Company and Waterford City and County Council, to install a 1,350mm diameter surface water outfall pipe below the Waterford to Rosslare line at 76 miles 785 yards, for a nominal [REDACTED] fee plus legal/administration charge and for a licence period of 99 years.

Company Secretary
Iarnród Éireann
17th May 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. 
2. 
3. Licence, in duplicate, with Three Ireland (Hutchison) Limited, granting them a licence to install telecoms equipment at Drogheda, Co. Louth, for a licence period of 5 years with an option to extend for a licence fee of  annum, subject to the consumer price index after 5 years.
4. Licence in duplicate with , for a mobile kiosk at Sallins and Naas Railway Station, for a licence period of 2 years, at a licence fee of  per annum.

Company Secretary
Iarnród Éireann
17th May 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

1. Variation Agreement No. 5 to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Portlaoise x 3; Carrick-on-Shannon x1; Mullingar x 2; Athlone x 1; Athenry x 1; Youghal x 1.
2. Variation Agreement No. 6 to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Youghal x 5; Athenry x 1.
3. Variation Agreement No. 7 to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Kilkenny x 1; Athenry x 4; Roscrea x 2.
4. Supplemental Agreement, in duplicate, with Tanat Ltd., in relation to the Tara Street Project, to extend their original Ground Anchor Licence to 25th April, 2022.

Company Secretary
Iarnród Éireann
17th May 2022

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND FIFTY-NINTH BOARD MEETING HELD ON
TUESDAY 28th JUNE 2022 AT HEUSTON STATION SAINT JOHN'S ROAD WEST, DUBLIN 8
AND VIA MICROSOFT TEAMS AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director
	Ms. Valerie Little	Director
	Mr. Peter Mulholland	Director*
	Mr. Tommy Wynne	Director
	Mr. Jimmy Doran	Director
		(Collectively referred to as the “ Board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
APOLOGIES:	Ms Sarah Roarty	
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Gerry Culligan	Commercial Director
	Mr. Éamonn Ballance	Director Infrastructure Manager*
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office*/**
	Mr. Jim Meade	Chief Executive
	Mr. Peter Muldoon	Director Capital Investments
	Mr Paul Hendrick	Assistant Director Programme Systems Integration
	Mr. Lorcan O’Connor	Chief Executive, CIÉ*
	Mr Tony Ennis	Chief Engineer - Signalling, Electronics & Telecom (“ CESET ”)*/**
	Mr Peter Smyth	Chief Mechanical Engineer (“ CME ”) */**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5169 CONSTITUTION OF THE MEETING

- 5169.1** It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.
- 5169.2** The Chairperson noted that Mr Culligan and Mr Muldoon were to retire and that this would be their last attendance at an IÉ board meeting. On behalf of the board, the Chairperson extended thanks to both Mr Muldoon and Mr Culligan and recognised the positive contributions that they had brought to IÉ.
- 5169.3 The Chairperson advised that the Department of Transport (“**DoT**”) had noted that the process for the selection for the two outstanding directorship roles had entered the shortlist phase.

5170 DIRECTORS’ INTERESTS

- 5170.1 It was noted that no Director had any conflicts of interest to declare as pursuant to Section 231,

5171 MINUTES

- 5171.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 17th May 2022 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5172 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5172.1 The Directors reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were had been closed prior to the Meeting.

5172.2



Mr Ennis joined the Meeting

5173 STRATEGY

Chief Engineer – Signalling, Electronics & Telecom (“CESET”) Presentation

- 5173.1 Mr Ennis reported that the CESET department were working on the replacement of 1983 assets and were designing High Voltage replacement equipment and explained that the project management office supported the capital investments department on the National Train Control Centre’s (“NTTC”) Train Management System (“TMS”) with enabling works scheduled to be delivered in advance of commissioning of the TMS. Mr Ennis confirmed that these works allowed for the use of legacy systems, in addition to the new TMS and that the works were designed to future proof the system against requiring any bespoke system requirements.
- 5173.2 Mr Ennis reported that IÉ has a 5-year implementation plan to achieve regulatory compliance with the NIS Cyber Security EU Directive and that procurement of a replacement for the existing interlocking architectures with a modern, future proofed, and fit for purpose system had commenced. He advised that the contract provides for the supply and support services for a new system across its entire life cycle including all associated functional, operational, and technical interfaces for 25 years.
- 5173.3 Mr Ennis noted that the IÉ CESET graduate programme was Engineers Ireland CPD approved, and nine graduates enter the programme every year. Mr Ennis reported that IÉ was running several campaigns to recruit additional resources, but it was difficult to recruit in the current market and noted that IÉ was being assisted by an external agency, which has a worldwide reach to attract qualified talent to IÉ.

Mr Ennis left the Meeting. Mr Smyth joined the Meeting

New DART fleet design

- 5173.4 Mr Smyth provided the Directors with an overview of the new fleet design and advised that there were three committees comprised of different user groups and stakeholders and that feedback from all these committees had been fed back into the design committee. Mr Smyth noted that the primary difference between the Electric Multiple Units and Battery Electric Multiple Units (“**BEMU**”) was the battery pack placement on the roof for the BEMU. Mr Smyth advised that following driver

feedback, several changes had been made to the driver's cab such as darker floors, where buttons were to be placed, handset and fire extinguisher locations and noted that the new fleet would have a central driver position, which was new for the DART. Mr Smyth further noted that a backup ramp would be stored in the driver's cab.

- 5173.5 Mr Smyth reported that the design committee had also amended the headlights/horn and the passenger information floor displays was to be changed from yellow to white. Mr Smyth advised that all carriages would be accessible. Mr Smyth reported that there had been a lot of discussion on the carriage grab handle location/colour but noted that the design had been now agreed and the location of USB and on-board advertisements had also been agreed. Mr Smyth noted that the design committee had changed the seat flip-up design to allow people standing to perch on them and that the buggy symbol indicated spaces for families and 10% had priority seats marking on the headrest.
- 5173.6 With regards to colour contrast compliance, Mr Smyth explained that a lot of scientific research had been reviewed and IÉ had looked at fleet in other jurisdictions. Following this review, the design committee had changed the colour from yellow to green which complies with the contrast legislation requirements. Mr Smyth noted that the Disability User Group preferred yellow, but all the other committees had preferred the green. Mr Smyth advised that the final mock-up would be delivered in December 2022.

Mr Smyth left the Meeting

5174 TRAIN PROTECTION SYSTEM ("TPS")

- 5174.1 Mr Hendrick provided the Directors with an update on the status of the project development plan for the national rollout phase of the TPS project. Mr Hendrick noted that IÉ were required to produce a business case for the TPS national rollout, which would then be followed by the procurement of construction, development, and technical contractors for the project.
- 5174.2 The Board noted that approval was sought for the expenditure of [REDACTED] to complete Project Management Phases 1 – 5 (Project Scope and approvals through to Detailed Design and Tender Process) for the TPS Onboard National Rollout project. It was noted that it was subject to funding. (the "**TPS Onboard Proposal**"). **IT WAS RESOLVED** that the TPS Onboard Proposal be and is hereby approved.
- 5174.3 The Board noted that approval was sought for the capital expenditure of [REDACTED] to complete Project Management Phase 1 (Project Scope and Approvals) for the TPS Trackside National Rollout project. (the "**the TPS Trackside Proposal**"). It was noted that it was subject to funding. **IT WAS RESOLVED** that the TPS Trackside Proposal be and is hereby approved.

5175 DART+ RAILWAY ORDERS ("RO")

- 5175.1 The IÉ board reviewed the Railway Order application approval for the DART+ West Project (the "**DW RO**") and noted the project had a benefit to cost ratio of 1:1 which would increase significantly once the combined DART+ projects were completed. **IT WAS RESOLVED** that the DW RO be recommend to the CIÉ Board for submission for approval to An Bord Pleanála.
- 5175.2 The IÉ board noted the DART+ South-West Preliminary Business Case ("**PBC**") and further noted that this project had a 2.3:1 benefit to cost ratio. **IT WAS RESOLVED** that the PBC be approved.
- 5175.3 The Directors reviewed the power of attorney ("**POA**") that had been included in the board papers and noted that this POA would grant POA to Mr Meade and Mrs Leonard to execute the TPS novation agreements with Alstom Transport UK Limited, as detailed within the POA. **IT WAS RESOLVED** that the POA be and is hereby approved.

5176 CHIEF EXECUTIVE'S REPORT

- 5176.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period five ("**P5 and/or Period**") that had been included in the board pack.

5176.2 Mr Meade reported that Trade Union negotiations had concluded and that the pay deal would be put before a Trade Union ballot in July 2022. He advised that the deal had been struck without any external input and would last for a period of five years.

5176.3



Financial Report

5176.4 The board noted the contents of the Financial Report included in the board pack. Mr Cronin reported that the overall result for the period was a net surplus of [REDACTED], [REDACTED] favourable compared to forecast. Mr Cronin noted that IÉ had commenced the process of purchasing additional fuel stocks to mitigate against the uncertainty of future supply because of the war in Ukraine. Mr Cronin noted that Group fuel hedging policy was to be reviewed.

Train Operations (“TO”) Report

5176.5 The board noted the contents of the TO Report included in the board pack. Mr Gilpin reported that the transformation of Cork Commuter rail services, planned under the Cork Metropolitan Area Transport Strategy was to begin next month with a major train frequency boost on the Cork to Cobh and Cork to Middleton lines

5176.6 Mr Gilpin advised that 3rd June 2022, IÉ had hosted a network wide An Garda Síochána Safety Awareness Day and that members of An Garda Síochána engaged in a high-profile public relations exercise across all key locations and routes with updates and messages on social media platforms.

Commercial Report

5176.7



5176.8 Mr Culligan reported that a design for “wrapping” a two-car DART for Pride was completed and the set went into service on 20th June 2022 following a photo shoot with IÉ, NTA and members of the LGBTQ+ community.

Infrastructure Manager Report (the “IM Report”)

5176.9 The Board noted the contents of the IM Report included in the board pack. Mr Ballance reported that to mark International Level Crossing Awareness Day 2022, IÉ partnered with An Garda Síochána, the Road Safety Authority and with several local authorities to host information days at a number of Level Crossings around the country. He advised that the focus of these information sessions was to inform and educate commercial road users, at both urban and rural locations, about the dangers of not acting safely at Level Crossings.

Capital Investments Report

5176.10 The Board noted the contents of the Capital Investments Report included in the board pack. With regards to the National Train Control Centre, Mr Hendrick reported that the forecast date for substantial completion of the building remained July 2022 and noted that IÉ have agreed with the Office of Public Works (OPW) a planned start date for An Garda Síochána fit-out works and advised that Dublin City Council have commenced their fit-out works within the building. Mr Hendrick reported that the ESB Electrical “power on” to the building was achieved on 10th May 2022 and the Main Contractor had submitted an extension of time claim to July 2022 which was currently being assessed by IÉ..

5177 ADVISORY/POLICY PAPERS

Iarnród Éireann Forecast 2022 and Five-Year Plan 2023 – 2027 (the “Plan”)

5177.1 The Directors noted the Plan and that it had been presented to the NTA and DoT.

Service Delivery Advisory Group (“SDAG”) Report

5177.2 The Board noted the contents of the SDAG Report.

May Report to Minister

5177.3 The Board noted the contents of the Chairperson’s 1 Report to the minister of Transport.

5178 CAPITAL EXPENDITURE

Capital Expenditure Proposals

5178.1 The board noted that approval was sought for the additional expenditure of [REDACTED] for the installation, and commissioning (Phases 6 – 7 of the Project Management Procedures) of new Customer Information Systems at eight stations on the Cork / Cobh and Glounthaune / Midleton railway lines and to install a number of customer information signs at Mallow station. It was noted that the additional expenditure, if approved, would increase the Cobh / Midleton Line Stations CIS project budget to [REDACTED]. (“**CIS Cork Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the CIS Cork Proposal be and is hereby approved.

5178.2 The Board noted that approval was sought for the expenditure of [REDACTED] inclusive of VAT (of which [REDACTED] is ineligible for NTA funding) for the Phase 1 (Project Scope and Approvals) of the Project Management Procedures for a Strategic Assessment Report on the deployment of Customer Information Systems at stations throughout the rail network. It was noted that the additional expenditure, if approved, would increase the overall approved Customer Information Systems programme budget to [REDACTED]. It was noted that it would be funded by the NTA. (the “**CIS SAR Proposal**”). **IT WAS RESOLVED** that the CIS SAR Proposal be and is hereby approved.

5178.3 The Board noted that approval was sought for the capital expenditure of [REDACTED] to progress a second advance enabling works package and (ii) the acquisition of a small parcel of land for a new DART station at Woodbrook, located between Shankill and Bray DART stations and that the enabling works would be delivered in parallel with the ongoing Detailed Design and Tender Action (Phase 5 of the Project Management Procedures) for the new station and would bring the total approved budget for the project to [REDACTED]. (the “**Woodbrook Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Woodbrook Proposal be and is hereby approved.

5178.4 The board noted that approval was sought for the additional expenditure of [REDACTED] for (of which [REDACTED] was ineligible) to partially execute Phase 1 (Project Scope and Approvals) and Phase 2 (Project Concept, Feasibility and Option Selection) of the Project Management Procedures (PMPs), for the Multimodal Interchange project which would bring the total approved budget for the project to [REDACTED]. It was noted that it would be funded by the NTA. (the “**Multimodal Interchange Proposal**”). **IT WAS RESOLVED** that the Multimodal Interchange Proposal be and is hereby approved.

5178.5 The Board noted that approval was sought for the expenditure of [REDACTED] (including non-recoverable VAT) for the undertaking of Energy assessments and Building Energy Certification for Station Buildings in accordance with the Technical Guidance Document Part L 2021. It was noted that this assessment was part of the Government Public Sector, CIÉ Strategy, and IÉ Sustainability Strategies for energy use identification and implementation of energy reduction measures on the railway infrastructure network and that this [REDACTED] was fully funded by CIÉ’s own funds through the Chief Sustainability Officer’s department. It was noted that funding would be subject to staged releases following the relevant CIÉ approval gateways. (the “**SS BER Proposal**”). **IT WAS RESOLVED** that the SS BER Proposal be and is hereby approved.

5178.6 The Board noted that approval was sought for capital expenditure of [REDACTED] (including non-recoverable VAT) for the undertaking of initial investigations for the feasibility of sustainable measures for two case studies exemplar railway stations on the network and that this assessment was part of the Government Public Sector, CIÉ Strategy, and IÉ Sustainability Strategies for the railway network infrastructure. It was noted that this [REDACTED] was fully funded by CIÉ's own funds through the Chief Sustainability Officer's department. It was noted that funding would be subject to staged releases following the relevant CIÉ approval gateways. (the "**SS Exemplar Proposal**"). **IT WAS RESOLVED** that the SS BER Proposal be and is hereby approved.

5178.7 The Board noted that in a supplementary paper to Board in March 2021, a decision was sought to approve the spend of [REDACTED] from own funds, pending approval from the NTA. It was advised that subsequent to application to the NTA, it had been confirmed that funding would not be forthcoming from the NTA for this programme of work. The Board noted that approval was sought to use own funds for the implementation costs of the new cloud-based SaaS Human Capital Management System was approved and that this spend would be capitalised via own funds (the "**HCM Proposal**"). **IT WAS RESOLVED** that the HCM Proposal be and is hereby approved.

Ms Leonard entered the Meeting

5179 **PROCUREMENT**

5179.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting.

Procurement Proposals

5179.2 Ms Leonard noted that it was proposed that the Company to enter into a five-year multi-lot, multi-party Framework Agreement with the tenderers listed within the approval paper, for the renewal, upgrade and replacement of mechanical, electrical systems, fire and CCTV/ security systems. It was noted that the scope of the agreement would also include the supply and installation of new mechanical, electrical, fire and CCTV security systems and that the estimated value of services and works to be awarded under the agreement over the five-year period was [REDACTED] excluding VAT. (the "**Replacement of Mechanical, Electrical, Fire and CCTV/ Security Systems Proposal**"). **IT WAS RESOLVED** that the Replacement of Mechanical, Electrical, Fire and CCTV/ Security Systems Proposal be and is hereby approved in the form presented to the Meeting.

5179.3 Ms Leonard presented the procurement proposal that sought to establish a four-year multi-party framework agreement for Plant Hire Services with the thirteen companies listed in the board paper. It was noted that estimated spend under this framework over the four-year period is estimated to be in the region of [REDACTED] (excl. VAT). And the primary funding source for call-off contracts awarded under this framework agreement would be the Multi-Annual Contract ("**MAC**"), however it was also anticipated that the Capital Investments Division will also draw down from this framework. (the "**Plant Hire Proposal**") and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the Plant Hire Proposal be and is hereby approved in the form presented to the Meeting.

5179.4 Ms Leonard presented the procurement proposal that sought to award a contract to Global Rail Services Ltd. to undertake labour hire requirements in Division 1 for a 12-month period between July 2022 and June 2023 at a total estimated cost of [REDACTED] (excl. VAT). (the "**Labour Hire Proposal**") and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the Labour Hire Proposal be and is hereby approved in the form presented to the Meeting.

5179.5 Ms Leonard presented the procurement proposal that sought to vary the existing supply and support agreement with Voestalpine, which was awarded without a call for competition for the continued supply, support and maintenance of the Phoenix MB Axle Box Detector Equipment. It was noted that the proposed variation would facilitate essential obsolescence renewals at an additional cost of [REDACTED] bringing the total aggregated value of requirements approved under derogation since 2013 to [REDACTED] and the funding source for on-going maintenance and repairs would be the MAC. (the "**Axle Box Proposal**") **IT WAS RESOLVED** that the Axle Box Proposal be and is hereby approved in the form presented to the Meeting.

5179.6 Ms Leonard presented the procurement proposal paper that sought approval for the selection and award criteria to facilitate a tender process to appoint a Road/Rail Vehicle Milling Contractor to

treat surface rail defects on the rail network and that this would operate for a period of 6 years with the option to extend annually for up to a maximum of 8 years in total. It was noted that the estimated total value of this contract was estimated at between [REDACTED] and [REDACTED] excluding VAT and that the funding source for this contract was the MAC. (the “**Milling Proposal**”). **IT WAS RESOLVED** that the Milling Proposal be and is hereby approved.

5179.7 Ms Leonard presented the procurement proposal paper that sought approval for the selection criteria and award Criteria to facilitate a tender process to appoint a main contractor to construct the proposed Woodbrook Station. It was noted that the estimated value of the contract was [REDACTED], excluding VAT, with the works being funded NTA (the “**Woodbrook Contractor Proposal**”). **IT WAS RESOLVED** that the Woodbrook Contractor Proposal be and was hereby approved.

5179.8 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria to facilitate a tender process to appoint a contractor to construct the Glounthaune to Midleton Twin Track project as part of the CACR programme. (the “**Midleton Proposal**”). **IT WAS RESOLVED** that the Midleton Proposal be and is hereby approved.

5179.9 Ms Leonard presented the procurement proposal that sought approval for the award criteria associated with the procurement for the replacement of the Passenger Information System on the 29000 DMU fleet. It was noted that the total estimate value of the contract was [REDACTED] with the funding source being the NTA (the “**PIS Proposal**”). **IT WAS RESOLVED** that the PIS Proposal be and is hereby approved.

5179.10 Ms Leonard presented the procurement proposal that sought approval for the award criteria for the proposed tender for the supply of standard, bespoke and safety critical engineering fasteners and that the proposed duration of the contract would be for 3 years with an option to extend by an additional 12 months. It was noted that it was anticipated that the contract value will exceed [REDACTED] over the potential 4-year term. (the “**Fasteners Proposal**”). **IT WAS RESOLVED** that the Fasteners Proposal be and is hereby approved.

5179.11 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5180 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5180.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5181 APPENDICES FOR NOTING

5181.1 The board **HEREBY NOTED** the 2022 Forward Agenda and SDAG minutes dated 22nd February 2022.

5182 ANY OTHER BUSINESS

5182.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 30th August 2022 at 9:00am and would be a hybrid meeting via Microsoft Teams and the Heuston Station board room.

5182.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Agreement in duplicate, with [REDACTED] for the transfer of 0.6 acres of land in relation to the closing of Level Crossing XE191 situate at 55 miles 1,085 yards on the Limerick to Galway Line for consideration of [REDACTED].
2. Closure Agreement in duplicate, with [REDACTED] in relation to the closing of Level Crossing XE191 situate at 55 miles 1,085 yards on the Limerick to Galway Line for consideration of [REDACTED].
3. Agreement in duplicate with [REDACTED] for the purchase of 16.5 acres of land in order to facilitate the closure of Level Crossings XM242 @ 147 miles 501 yards and XM243 at 147 miles 837 yards on the Athlone to Westport Line for a consideration of [REDACTED].
4. Closure Agreement in duplicate with [REDACTED] in relation to the closing of Level Crossings XM242 @ 147 miles 501 yards and XM243 @ 147 miles 837 yards on the Athlone to Westport Line for a consideration of [REDACTED].
5. Agreement in duplicate with [REDACTED] for the purchase of 4.25 acres of land to close Level Crossing XM232 at 143 miles 564 yards on the Athlone to Westport Line for a consideration of [REDACTED].
6. Closure Agreement in duplicate with [REDACTED] in relation to the closing of Level Crossing XM232 at 143 miles 564 yards on the Athlone to Westport Line for a consideration of €1.
7. Licence in triplicate with Waterford City and County Council for a nominal fee of [REDACTED] plus legal/administration costs to enable the Council to carry out rock stabilisation works to the cliff face above Plunkett Station, Waterford on behalf of CIÉ/Iarnród Éireann, estimated to cost [REDACTED], excluding VAT.
8. Lease in duplicate with [REDACTED] in respect of a retail unit at Glenageary DART Station for a period of 10 years commencing 1st May 2022 at a rent of [REDACTED] per annum or [REDACTED] of turnover whichever is the greater.
9. Licence in triplicate with Gas Networks Ireland, for a period of 99 years, for a licence to install ducts in the road surface at UBB 21 miles 1635 yards on the Dublin to Belfast Line for a licence fee of [REDACTED] payable on the commencement date and [REDACTED] per annum for years 1 to 20 of the licence period and [REDACTED] per annum for the remainder of the licence period thereafter.

Company Secretary
Iarnród Éireann
28th June 2022

TRANSACTIONS FOR APPROVAL AND SEALING**Signing only**

1. Supplemental Licence, in duplicate, with Galway City Innovation District Limited to extend the licence period by three calendar months from 1st February 2022 to 30th April 2022 in respect of the former Guinness Offices and adjacent yard at Ceannt Station, Galway, for a licence fee of [REDACTED]
2. Licence in triplicate with [REDACTED] in respect of fifteen-month licence for a compound area at East Wall Road Yard, for storage of plant and building materials, for a fee of [REDACTED]
3. Licence in duplicate with [REDACTED], in respect of telecoms equipment on the IÉ Signal Tower at Knockenrehen Road, Arklow, Co. Wicklow for a licence period of 5 years, with a right for renewal for a further 5 years, at a licence fee of [REDACTED] plus VAT per annum, subject to the consumer price index after 5 years.
4. Licence in duplicate with [REDACTED], in respect of telecoms equipment on the IÉ Signal Tower at Louisa Bridge, Leixlip, Co. Kildare for a licence period of 5 years, with a right for renewal for a further 5 years, at a licence fee of [REDACTED] plus VAT per annum, subject to the consumer price index after 5 years.
5. Licence in duplicate with [REDACTED], in respect of telecoms equipment on the IÉ Signal Tower at Ballybrophy, Co. Laois, for a licence period of 5 years, with a right for renewal for a further 5 years, at a licence fee of [REDACTED] plus VAT per annum, subject to the consumer price index after 5 years.
6. Licence in duplicate with [REDACTED], in respect of telecoms equipment on the IÉ Signal Tower at Woodlawn, Ballinasloe, Co. Galway for a licence period of 5 years, with a right for renewal for a further 5 years, at a licence fee of [REDACTED] VAT per annum, subject to the consumer price index after 5 years.
7. Licence in duplicate with [REDACTED], in respect of telecoms equipment on the IÉ Signal Tower at Howth Junction, Dublin for a licence period of 5 years, with a right for renewal for a further 5 years, at a licence fee of [REDACTED] plus VAT per annum, subject to the consumer price index after 5 years.

Company Secretary
Iarnród Éireann
28th June 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

1. NONE.

**Company Secretary
Iarnród Éireann
28th June 2022**

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND SIXTIETH BOARD MEETING HELD ON
TUESDAY 30th AUGUST 2022 AT HEUSTON STATION SAINT JOHN'S ROAD WEST, DUBLIN 8
AND VIA MICROSOFT TEAMS AT 9.00AM
(the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director
	Ms. Valerie Little	Director*
	Mr. Peter Mulholland	Director*
	Mr. Tommy Wynne	Director
	Mr. Jimmy Doran	Director
	Ms Sarah Roarty	Director
(Collectively referred to as the “ Board and/or “Directors”)		
IN ATTENDANCE:	Mr. Dave McCabe	Company Secretary
	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office*/**
	Mr. Jim Meade	Chief Executive
	Mr. Paul Hendrick	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Mr Glenn Carr	Director of Commercial Business Units**
	Mr Patrick Daly	Managing Director of Alba Consulting**
	Mr Michael Danaher	Infrastructure Head of Programmes & Projects**
	Mr Barry Kenny	Manager of Corporate Communications**
	Ms Ruth Baldwin	Chief Risk Officer*/**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5183 CONSTITUTION OF THE MEETING

5183.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.

5183.2 The Chairperson noted the passing of a beloved college and advised that IÉ must ensure that staff’s mental health well-being was a priority for the Company. He said that he would write to the family to express the Board’s sympathies.

5184 DIRECTORS’ INTERESTS

5184.1 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.

5185 MINUTES

5185.1 The Chair presented to the Meeting for consideration and, if thought fit, approval of the minutes of

the board meeting of the Company held on 17th May 2022 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chair of the meeting be and is hereby approved.

5186 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5186.1 The Directors reviewed the updated schedule of action points which had been circulated by the Company Secretary in advance of the Meeting. The board noted that most of the action points were had been closed prior to the Meeting.

Mr Daly and Mr Carr joined the Meeting

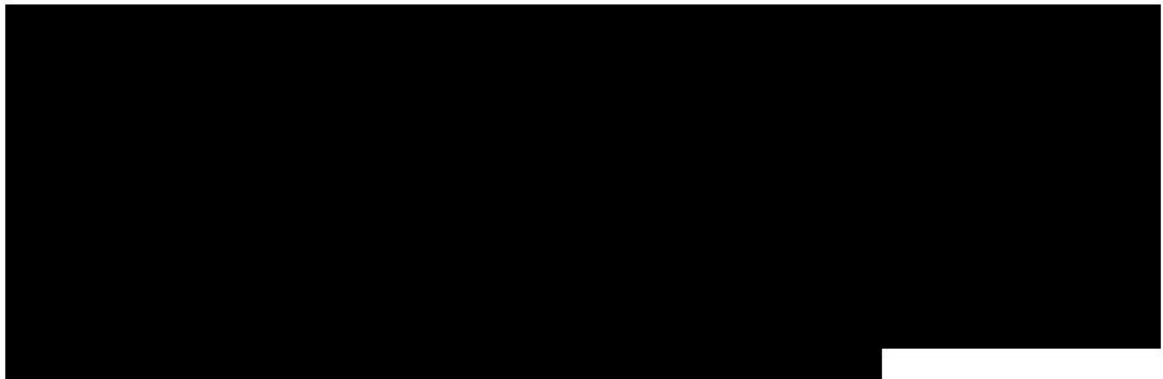
5187 STRATEGY

Rail Freight Presentation

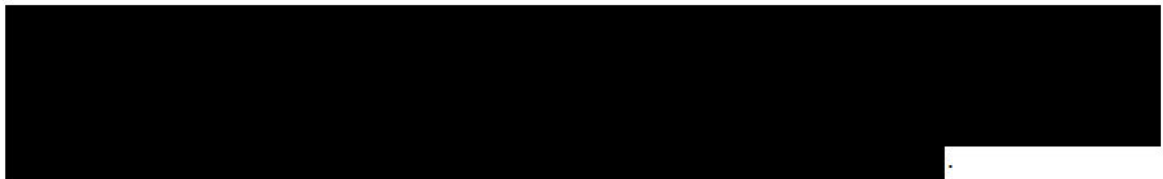
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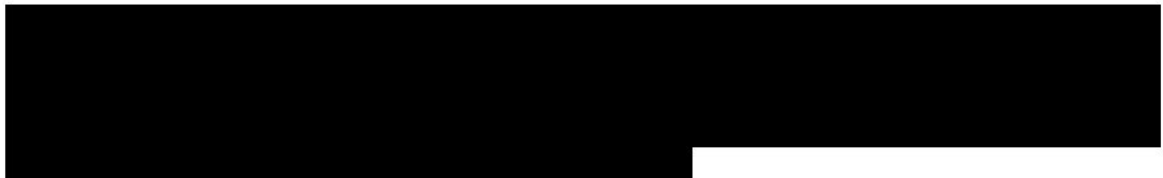
5187.2



5187.3



5187.4



Mr Daly and Mr Carr left the Meeting. Mr Danaher joined the Meeting

Infrastructure Head of Programmes & Projects Presentation

- 5187.5 Mr Danaher provided a presentation on his role as Infrastructure Head of Programmes & Projects. He noted that he led and supported the management of programming and delivering projects within the IM and explained that he provided a strong interface function between the IM and the Capital Investments (“CI”) department in the development and delivery of CI projects and that during IE’s ‘Decade of Delivery’, the elements of these projects that interface with the live operational railway

would require significant interface management. Mr Danaher explained that IÉ must avoid making the same mistakes that occurred in the UK with regards to cost escalation and lack of communication and adequate planning between different departments. Mr Danaher noted that there was close collaboration between his department and the Project Management Office.

Mr Danaher left the Meeting. Mr Kenny joined the Meeting

Communications Presentation

- 5187.6 Mr Kenny provided an overview of the IÉ communications department and noted that IÉ has a proactive approach to reputation management and is highly engaged on social media platforms. He noted that IÉ's reputation had been boosted due to its response to Covid-19 but advised that recent anti-social behavior incidents had damaged IÉ's reputation. Mr Kenny advised that IÉ had been communicating its joint operations with an Garda Síochána and other measures that have been taken to combat anti-social behaviour. He noted that IÉ maintained an excellent relation with the Department of Transport and the NTA. Mr Barry reported that his department managed FOI and GDPR requests and advised that a number of FOIs had been received with regard to the Bray Air Show incident and advised that once the report on the incident had been completed, IÉ would provide this report to FOI requesters.
- 5187.7 Mr Wynne noted that one newspaper publication had published photos of staff members who had to attend the coroner's court, following a self-harm fatality. Mr Kenny noted that his team had contacted Photo Agency responsible, and requested that IÉ staff members not be photographed when attending coroner's court for such cases.

Mr Kenny left the Meeting. Ms Baldwin joined the Meeting

5188 RISK REPORT

- 5188.1 Ms Baldwin provided an overview of the quarterly risk report to the Directors. In response to a query, it was noted that the risk of the CIE Group pension schemes was reviewed at a Group level and not at an IE level.

5189 CHIEF EXECUTIVE'S REPORT

- 5189.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period five ("**P5 and/or Period**") that had been included in the board pack.
- 5189.2 The Directors noted that a safety incident had occurred during the Period and advised that Company should ensure that the importance of safety and the culture of a safe work environment be communicated throughout the organisation from the top down.
- 5189.3 Mr Meade reported that an advisory note on the Company's response to anti-social behaviour had been included within the board pack and noted that the Chief Security Officer's team had been expanded and continued to work on joint operations with An Garda Síochána. The Directors noted that the Company should communicate the efforts undertaken to reduce ASB to stakeholders and the general public.
- 5189.4 The Directors noted that there had been a 50% participation rate for the employee opinion survey. Mr Mulholland requested that a breakdown of office based, and non-office-based staff participation be advised to the Directors. **Action Point – Director of HR**

Financial Report

- 5189.5 The board noted the contents of the Financial Report included in the board pack. Mr Cronin reported that the Irish Revenue self-review had now been completed, with no issue to report.

Train Operations ("TO") Report

- 5189.6 The board noted the contents of the TO Report included in the board pack. Mr Gilpin reported that Railtours Ireland had now recommenced operations.

Infrastructure Manager Report (the “IM Report”)

- 5189.7 The Board noted the contents of the IM Report included in the board pack.

Capital Investments Report

- 5189.10 The Board noted the contents of the Capital Investments Report included in the board pack. In response to a query, Mr Hendrick advised that a meeting between the Company and Arup’s CEO had been scheduled to resolve issues with regards to their claim.

5190 ADVISORY/POLICY PAPERS

Board Safety Committee (“BSC”) Report

- 5190.1 The Board noted the contents of the SDAG Report.

Audit and Risk Committee (“ARC”) Report

- 5190.2 The Board noted the contents of the ARC Report. Ms Little noted that the ARC was recommending the reappointment of the auditors to the Directors. **IT WAS RESOLVED** that subject to the consent of the Minister for Transport that Mazars Ireland LLP, Chartered Accountants and Registered Auditors, be and are hereby appointed Auditors for the year ended 31st December 2022; and that the remuneration of the auditors be fixed at no more than [REDACTED] plus VAT for the 2022 audit, and [REDACTED] plus VAT for tax compliance services."

Capital Investments Advisory Group (“SDAG”) Report

- 5190.3 The Board noted the contents of the CIAG Report.

Service Delivery Advisory Group (“SDAG”) Report

- 5190.4 The Board noted the contents of the SDAG Report.

June Report to Minister

- 5190.5 The Board noted the contents of the Chairperson’s Report to the Minister for Transport.

5191 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5191.1 The board noted that approval was sought for the additional expenditure of [REDACTED] in total to progress Work Packages 1 & 2 (see Section 3.1 below) of the Cork Area Commuter Rail Programme as follows:
- Expenditure of [REDACTED] for the Contract Award, Construction & Implementation and Close Out & Review (Phases 6 & 7 of the Project Management Procedures) for the Kent Station Through Platform project (Work Package 1 of the wider Cork Area Commuter Rail Programme).
 - Expenditure of [REDACTED] for the Detailed Design, Contract Award, Construction & Implementation and Close Out & Review (Phases 5, 6 & 7 of the Project Management Procedures) for the Signalling & Telecommunications Upgrade project. The Signalling & Telecommunications Upgrade project is being delivered using a Design & Build Contract so Phase 5 (Detailed Design) will be progressed following award of the Design & Build Contract (Work Package 2 of the wider Cork Area Commuter Rail Programme).

It was noted that these sums would bring the total board approved budget on the Cork Area Commuter Rail Programme to [REDACTED]. (“CACR Proposal”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the CACR proposal be and is hereby approved.

5191.2



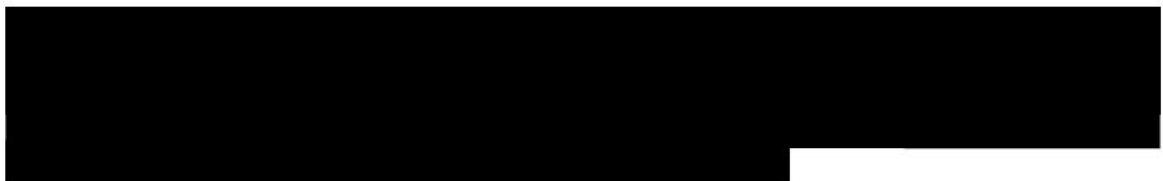
5191.3 The Board noted that approval was sought for further expenditure of [REDACTED] to complete the Detailed Design & Tender Process (Phase 5 of the Project Management Procedures) for ‘Package A4’ full Accessibility upgrade works, including a footbridge with lifts, at Banteer station, which would bring the total approved budget for the Banteer Station project to [REDACTED] (the “**Banteer Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Banteer Proposal be and is hereby approved.

5191.4 The board noted that approval was sought for the further expenditure of [REDACTED] to complete the Construction and Closeout stages (Phases 6 & 7 of the Project Management Procedures) for ‘Package A3’ full accessibility upgrade works, including footbridge with lifts, at Little Island Station and that this would bring the total approved budget for the Little Island Station project to [REDACTED] (the “**Little Island Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Little Island Proposal be and is hereby approved.

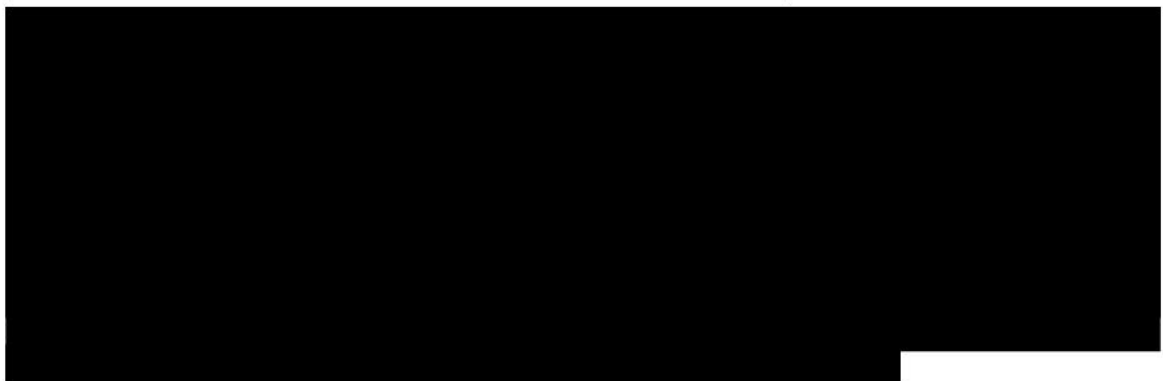
5191.5 The Board noted that approval was sought for capital expenditure of [REDACTED] for the Phase 2 and 3 (Option Selection and Preliminary Design) of the Project Management Procedures (PMPs) for the Station Customer Services Systems element of the Customer Information Systems programme. It was noted that this would increase the overall approved Customer Information Systems programme budget to [REDACTED]. (the “**CIS Proposal**”). **IT WAS RESOLVED** that the CIS Proposal be and is hereby approved.

5191.6 The Board noted that approval was sought for further expenditure of [REDACTED] to undertake Preliminary Design and Planning and Statutory Process (Phases 3 & 4 of the Project Management Procedures) for the Offshore Wind Port Facilities project at Rosslare Europort that would increase the total approved budget for the project from €640,000 to €3.39m. It was advised that the project was funded by IÉ Own Resources. (the “**ORE Proposal**”). **IT WAS RESOLVED** that the ORE Proposal be and is hereby approved.

5191.7



5191.6



5191.8 The Board noted that approval was sought for further expenditure of [REDACTED] to complete Phases 1 to 5 (Project Scope and Approvals through to Detail Design & Tender Process) of the IÉ Project Management Procedures (PMPs) for a project to replace the life expired Underfloor Wheel Lathe and Train Wash at Drogheda Depot with the overall cost of this project is currently estimated at

██████ It was noted that it would be funded by the NTA. (the “**Drogheda Depot Proposal**”). **IT WAS RESOLVED** that the Drogheda Depot Proposal be and is hereby approved.

- 5191.9 The Board noted that approval was sought to reduce the current scope of this project to install rapid charging points for Electric Vehicle Taxis at only 5 no. (instead of the originally approved 9 no.) IÉ train station locations and reduce the approved expenditure total by ██████. It was advised that this change would reduce the total board approved expenditure for the project from ██████ to ██████ (including non-recoverable VAT). It was further advised that this reduction in project scope was based on an agreement with the Department of Transport’s (“**DoT**”) Climate Delivery Division to align with the current level of available DoT funding (██████) for this project. (the “**EV Proposal**”). **IT WAS RESOLVED** that the EV Proposal be and is hereby approved.
- 5191.10 The Board noted that approval was sought for an additional ██████ to vinyl wrap an additional five trainsets thereby increasing the original scope of 12 no. vinyl wrapped Class 29000 DMU trainsets to a total of 17, bringing total expenditure to ██████. It was noted that the project was funded by the NTA and from Chief Mechanical Engineer Heavy Maintenance Capital funding (the “**Vinyl Proposal**”). **IT WAS RESOLVED** that the Vinyl Proposal be and is hereby approved.
- 5191.11 The Board noted that approval was sought for initial expenditure of ██████ to commence the project for the renovation and upgrade the Connolly Head Office building complex at Amiens Street, Dublin. The overall project will involve a suite of repair and renewal interventions over a five-year period to remediate current building and services asset condition so as to provide building assets that are fit for purpose and compliant with all regulations while also optimising the capacity to accommodate current and future staffing requirements as a result of business growth. The suite of interventions will encompass environmental, sustainability and accessibility objectives in line with company policies and will deliver upgraded building infrastructure that is modern and fit for purpose while also being sympathetic to the heritage nature of these landmark buildings. Expenditure of ██████ (incl. non recoverable VAT) has been identified in the five-year plan for the full suite of works. This will be funded from CIE own funds. This initial investment of ██████ will allow the commencement of enabling and preliminary works in the building and facilitate the movement of staff in a structured fashion as the broader suite of interventions are carried out. (the “**Connolly Proposal**”). **IT WAS RESOLVED** that the Connolly Proposal be and is hereby approved.
- 5191.12 The Board noted that approval was sought for expenditure of ██████ (incl. VAT) to securitise the existing TaxSaver website and make it compliant with the latest legislation. This is subject to NTA funding of ██████ with the balance coming out of operational expenditure. (the “**TaxSaver Proposal**”). **IT WAS RESOLVED** that the TaxSaver Proposal be and is hereby approved.
- 5191.13 The Board noted that approval was sought for the planned capital expenditure of ██████ (including VAT) for the replacement of 10 IMO Level Crossing cabins on the IÉ network. This project will be carried out for the Train Control Manager (TCM) Department by the IM Chief Civil Engineer Department (CCE). The project is funded by the IM Multi Annual Contract (IMMAC). (the “**Level Crossing Proposal**”). **IT WAS RESOLVED** that the Level Crossing Proposal be and is hereby approved.
- 5191.14 The Board noted that approval was sought for sought for the disposal of a single 8200 EMU vehicle to the registered charity NCBI (National Council for the Blind) to be used in the NTA funded transport wayfinding sensory centre to be located in Glasnevin. Approval is also sought for expenditure of ██████ – for the labour and materials to render the vehicle functional and presentable for the intended use. Funding is provided by own funds. (the “**Disposal Proposal**”). **IT WAS RESOLVED** that the Disposal Proposal be and is hereby approved.

Ms Leonard entered the Meeting

5192 **PROCUREMENT**

- 5192.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting.

Procurement Proposals

- 5192.2 Ms Leonard noted that it was proposed to award a contract to GPX Rail to provide contract labour services to the Sleeper Factory in Portlaoise at a total estimated cost of ██████ with the the non-recoverable VAT being estimated at ██████, bringing the total award value to ██████. It was noted

that the funding source for this contract is Multi Annual Contract. (the “**Labour Hire Proposal**”). **IT WAS RESOLVED** that the Labour Hire Proposal be and is hereby approved in the form presented to the Meeting.

5192.3 Ms Leonard presented the procurement proposal that sought to grant delegated authority to the CEO to approve the award of a contract for Accessibility Construction Works at Little Island, Cork with the estimated cost being [REDACTED] excluding vat. (the “**Little Island Contract Proposal**”) and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the Plant Hire Proposal be and is hereby approved in the form presented to the Meeting.

5192.4 Ms Leonard presented the procurement proposal that sought to the approval to award a contract to Progress Rail Services UK Ltd for the supply and delivery of points and crossings including spares and component at an estimated cost of [REDACTED] (the “**Supply & Delivery of Points and Crossings Proposal**”) and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that the Supply & Delivery of Points and Crossings Proposal be and is hereby approved in the form presented to the Meeting.

5192.5 Ms Leonard presented the procurement proposal that sought for the award criteria, as set out in the proposal paper, to facilitate the running of a tender process for nationwide car park management services for a period of up to five years with an anticipated of [REDACTED] and the funding source would be the RU operational budget. (the “**Car Park Proposal**”) **IT WAS RESOLVED** that the Car Park Proposal be and is hereby approved in the form presented to the Meeting.

5192.6 Ms Leonard presented the procurement proposal paper that sought approval to grant delegated authority to the CEO to approve the award of a contract for DART Operational Capacity Enhancement Project at Bray Station in the event that the contract award value following the evaluation of tenders exceeds [REDACTED] (excl. VAT and it was noted that the primary funding source for this contract would be the NTA. (the “**DART Enhancement Proposal**”). **IT WAS RESOLVED** that the DART Enhancement Proposal be and is hereby approved.

5192.7 Ms Leonard presented the procurement proposal paper that sought approval for to enter into a multi-party framework agreement for heavy and general haulage with the proposed term of the framework agreement being for an initial period of three years with an option to extend for a further two years on an annual basis. It was noted that the total estimated value of the contracts to be awarded under this framework agreement including the extension option was anticipated to be [REDACTED] and the funding for this contract would be from approved project expenditure (the “**Haulage Contractor Proposal**”). **IT WAS RESOLVED** that the Haulage Proposal be and was hereby approved.

5192.8

[REDACTED]

5192.9 Ms Leonard presented the procurement proposal that sought approval to award a contract to SPX Rail Systems, without a call for competition for the continued supply of Clamplock points machines and level crossing barrier machines, and associated components, including spares supply and service and repair of components as required, over 8 years at a total estimated cost of [REDACTED] per annum. It was advised that the funding source for on-going maintenance and repairs would be the Multi Annual Contract while requirements for re-signalling projects would be subject to funding approval. (the “**SPX Rail Systems Proposal**”). **IT WAS RESOLVED** that the SPX Rail Systems Proposal be and is hereby approved.

5192.10 Ms Leonard presented the procurement proposal that sought approval for to contract with Arentis/Sitnera for a further 5 years, without a call for competition, for the continued supply and support of Video Codec Equipment and related Interface Equipment. It was noted that the aggregated cost under derogation since January 2015 had reached almost [REDACTED] (excl. VAT) with a further [REDACTED] million expected until June 2027. (the “**Video Codec Proposal**”). **IT WAS RESOLVED** that the Video Codec Proposal be and is hereby approved.

5192.11

[REDACTED]

5192.12 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria to facilitate a tender process to procure an external project management consultant to provide contact management and support services for the CACR Signalling and Telecommunications Upgrade project with the estimated value of the contract being [REDACTED] excluding VAT. It was advised that it was anticipated that the support services would be required for a period of 44 months in line with the programme for the delivery of the Signalling and Telecommunications Upgrade. (the “**CACR Support Services Proposal**”). **IT WAS RESOLVED** that the Support Services Proposal be and is hereby approved.

5192.13

[REDACTED]

5192.14 Ms Leonard presented the procurement proposal that sought approval to award contracts for the provision of personal protective equipment and safety clothing for period 2022- 2027 with the total estimated spend across all lots over 5 years being approximately [REDACTED] excluding VAT and the primary funding source for this contract being IM and RU maintenance budgets. (the “**PPE Proposal**”). **IT WAS RESOLVED** that the PPE Proposal be and is hereby approved.

5192.15 Ms Leonard presented the procurement proposal that sought approval for to award a contract to Triur Construction Ltd. for the supply and installation of micro-piles to stabilise the track bed at Lisduff, Co. Tipperary at an estimated cost of [REDACTED] (excl. VAT) and the project was being funded through the Multi Annual Contract. (the “**Lisduff Proposal**”). **IT WAS RESOLVED** that the Lisduff Proposal be and is hereby approved.

5192.16 Ms Leonard presented the procurement proposal that sought approval a contract to Triur Construction Ltd. for the supply and installation of micro-piles and associated works to stabilise the track bed at Redbog, Dromiskin, Co. Louth on the Belfast Line an estimated cost of [REDACTED] (excl. VAT).. The project is funded through the Multi Annual Contract. (the “**Redbog Proposal**”). **IT WAS RESOLVED** that the Redbog Proposal be and is hereby approved.

5192.17 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5193 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5193.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5194 APPENDICES FOR NOTING

5194.1 The board **HEREBY NOTED** the 2022 Forward Agenda and SDAG minutes dated 15th June 2022, the CIAG minutes dated 4th May 2022 and BSC minutes dated 6th May 2022.

5195 ANY OTHER BUSINESS

- 5195.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 18th October 2022 at 9:00am and would be a hybrid meeting via Microsoft Teams and the Drogheda Station board room.
- 5195.2 There being no further business, the Chair called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Agreement in duplicate with Kildare County Council for the Maynooth Eastern Ring Road Bridge OBG18B at 14 miles 330 yards on the Dublin to Sligo Line. The scheme is funded through LIHAF Scheme. The fee for this agreement shall be a nominal sum of [REDACTED]. A further [REDACTED] shall be payable in respect of legal and administration fees.
2. Agreement in duplicate with Fingal County Council for the Donabate Pedestrian and Cycle Bridge OBB32B at 11 miles 500 yards on the Dublin to Belfast Line. The scheme will be publicly funded for a nominal sum of [REDACTED]0. A further [REDACTED] shall be payable in respect of legal and administration fees.
3. Lease in duplicate with Bojana Ferjan in respect of retail unit and associated storage container at Sutton DART Station at a rent of [REDACTED] per annum or [REDACTED] of turnover, whichever is greater.
4. Agreement in duplicate with [REDACTED] to close Level Crossing XG137 situate at 105 miles 131 yards on the Dublin to Galway Line for a consideration of [REDACTED]
5. Lease in duplicate with [REDACTED] in respect of the 5 year lease of retail unit at Midleton Railway Station, Cork at a rent of [REDACTED] per annum in year 1 and [REDACTED] thereafter. .

Company Secretary
Iarnród Éireann
30th August 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Supplemental Licence in duplicate with Mythen Construction to extend the licence period of the original licence, dated 21st December 2021, by 13 weeks and two days from 12th April 2022 until 14th July 2022 in order to undertake repair works on the GSWR North Wall Branch adjacent to the 1 milepost for a consideration of [REDACTED]
2. Licence in duplicate with [REDACTED] for a storage container to be located at Sutton DART Station, Sutton, Co. Dublin for a period of 5 years from 1st July 2022 for a licence fee of [REDACTED] (if demanded) annually in advance.
3. Licence in duplicate with Berwick Solicitors in respect of office and car parking at 16 Eyre Square, Galway at a monthly fee of [REDACTED] until 31st October 2020 or such later date as may be agreed by CIÉ.
4. Licence in duplicate with Mocha Beans Limited in respect of the retail kiosk at Ceannt Station, Galway from September 2022 at a licence fee of [REDACTED] per annum or [REDACTED] of turnover whichever is the greater.

Company Secretary
Iarnród Éireann
30th August 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

1. Single copy Agreement with Dublin City Council relating to the closure of the public road, Broombridge Road, Dublin 7 from 19.30hrs on Wednesday 24th August 2022 to 07.00hrs on Thursday 25th August 2022.

Company Secretary
Iarnród Éireann
30th August 2022

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND SIXTIETH-FIRST BOARD MEETING HELD ON
TUESDAY 25th OCTOBER 2022 AT MCBRIDE STATION DUBLIN ROAD DROGHEDA CO.
LOUTH, A92 W422 AND VIA MICROSOFT TEAMS AT 9.00AM (the “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director
	Ms. Valerie Little	Director
	Mr. Peter Mulholland	Director
	Mr. Tommy Wynne	Director
	Mr. Jimmy Doran	Director
	Ms Sarah Roarty	Director
	Mr Pat O'Donoghue	Director
APOLOGIES:	Ms. Gwendoline Cazenave	Director
	(Collectively referred to as the “ Board and/or “Directors”)	
	Mr. Dave McCabe	Company Secretary
IN ATTENDANCE:	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office*/**
	Mr. Jim Meade	Chief Executive
	Mr. Paul Hendrick	Director Capital Investments
	Mr. Lorcan O'Connor	Chief Executive, CIÉ
	Mr Michael Danaher	Infrastructure Head of Programmes & Projects*/**
	Ms Ruth Baldwin	Chief Risk Officer*/**
	Mr Peter Smyth	Chief Mechanical Engineer (“CME”) **
	Mr Jude Carey	IM Head of Asset Management*/**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5196 CONSTITUTION OF THE MEETING

- 5196.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.
- 5196.2 The Chairperson noted Mr O'Donoghue and Ms Cazenave had recently been appointed as Directors of IÉ. Mr O'Donoghue was welcomed to the meeting. Ms Cazenave sent her apologies and explained that she had certain commitments from prior to her appointment that precluded her attendance at the Meeting.

5197 DIRECTORS' INTERESTS

- 5197.1 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.

5198 MINUTES

- 5198.1 The Chairperson presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 30th August 2022 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairperson of the meeting be and is hereby approved.

5199 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5199.1 The Directors reviewed the updated schedule of action points and noted that the action points had been closed prior to the Meeting.

Mr Carey joined the Meeting

5200 STRATEGY

Infrastructure Manager (IM) Asset Innovation

- 5200.1 Mr Carey reported that IÉ sought to improve its asset information systems with transformational projects such as Mobility, Digital Twin and a new Enterprise Asset Management. He noted that the systems will have 600 active users and would be used by the CCE, SET, Buildings/Facilities and Safety departments and would have 150,000 scripts processed a year. He noted that the project would be delivered by a dedicated transformation team. Mr Carey advised that integration was key to the overall project and IÉ needed to ensure that digital systems communicated with each other, in addition to linking with older systems. Mr Carey noted that the SAP system had an end-of-life in 2027 and that the IÉ asset management system would be integrated with all systems and move into intelligent asset management. He noted that the digital EAM version would provide real time information, that would be linked with Digital Twin and the NTCC. Mr Carey explained that the value proposition was in a fully integrated, best of breed and usable EAM and would cost [REDACTED] per annum for 20 years or [REDACTED] overall.

Mr Carey left the Meeting. Mr Danaher joined the Meeting

East Coast Railway Infrastructure Protection Projects (“ECRIPP”) Presentation

- 5200.2 Mr Danaher reported on the progress of the ECRIPP projects. He reported that the changes in climate patterns are resulting in an increased frequency of extreme weather events with Ireland having observed three of the worst storms in its history during the previous 11 years. He noted that IÉ regularly conducts inspections and interventions to maintain IÉ’s existing railway. Mr Danaher cautioned that the impacts of coastal erosion are real, tangible and, if left unattended, will result in environmental and infrastructural loss.
- 5200.3 Mr Danaher reported that the ECRIPP contract had been awarded to Jacobs Engineering. Mr Danaher noted that the Dublin to Rosslare route length is 168km and the Dublin to Wicklow route is 60km overall. He advised that the overall cost estimate was [REDACTED] approx. with a delivery timeframe of 10 years. Mr Danaher explained that some of the key challenges are aligning stakeholders, the development of engineering solutions, acquiring planning approvals, the development of funding applications, the safe delivery of the different project phases and deciding on asset ownership post construction. He advised that IÉ were to produce a planning strategy report by December 2022 and also produce design proposals for Killiney, Bray Head and Rosslare. He noted that modelling would be done during the next two winters. Mr Danaher reported that an application for planning is to be launched in December 2024.

Mr Danaher left the Meeting.

Safety Plan Approval

- 5200.4 The Directors reviewed the Safety Plans 2023 as included in the board pack and **IT WAS RESOLVED** that the Safety Plans be and are hereby approved.

Ms Baldwin joined the Meeting

5201 RISK REPORT

- 5201.1 Ms Baldwin provided an overview of the quarterly risk report to the Directors. She noted that the annual review of the risk management framework had been completed and BDO had provided the highest rating of substantial assurance to IÉ. BDO had two observations, one for the holding of a risk workshop and another for the development of a risk assurance map. It was requested that the Directors hold a risk workshop with BDO in 2023. **Action Point - CRO**

5201.2

[REDACTED]

CIE Group

Ms Baldwin left the Meeting

5202 CHIEF EXECUTIVE'S REPORT

- 5202.1 Mr Meade presented the Chief Executive's report ("**CEO Report**") and KPI Dashboard for the Company's reporting period ten ("**P10 and/or Period**") that had been included in the board pack.
- 5202.2 Mr Meade noted that the Chairperson, the Minister for Transport and representatives of IÉ had attended the NTCC completion meeting.
- 5202.3 Mr Meade reported that IÉ had discussed the funding for new freight wagons with the DoT and noted that he would keep the Directors updated on discussions as they progressed. He advised that the New Era Climate Action Framework for Semi-State bodies was appended to the CEO report.

Financial Report

- 5202.4 Mr Cronin reported that the overall result for the Period was a net deficit of [REDACTED] adverse compared to forecast. He noted that the variance was comprised of higher operating revenue [REDACTED], and lower operating costs [REDACTED] offset by lower net PSO funding ([REDACTED]), lower other funding [REDACTED] and higher net infrastructure MAC activities [REDACTED].

Train Operations ("TO") Report

- 5202.5 The board noted the contents of the TO Report included in the board pack.

5202.6

[REDACTED]

Infrastructure Manager Report (the "IM Report")

- 5202.6 The Board noted the contents of the IM Report included in the board pack.

Capital Investments Report

- 5202.7 The Board noted the contents of the Capital Investments Report included in the board pack. In response to a query, Mr Hendrick explained that Capital Investments projects are delivered in line with the most recent Capex paper (including total approved budget) that has been approved by the

Board. He advised that most of the projects are delivered in phases (per the Project Management Procedures – PMPs) with the total capex for the project delivered incrementally from the scoping, design development stage right through to the substantial completion of the projects. He noted that the estimated final delivery cost of a project exceeds the most recent capex figure approved by the Board, IÉ management would submit an updated capex paper (e.g. scope or budget increase papers).

Management noted that recent procurements and discussions with bidders are indicating a risk of significant escalation in cost for many projects, and in particular for projects that extend over a number of years. The Board asked Management to bring forward proposals that would include different risk-sharing mechanisms, if permitted under public procurement guidelines.

Mr Smyth joined the Meeting

5203 ADVISORY NOTES

- 5203.1 An advisory note was included in the Board pack to explain the necessity and proposed capital funding for various depot modifications and works associated with the new DART+ Fleet (First Order). Mr Hendrick advised that the Depot modification projects at Drogheda, Fairview, Inchicore and Connolly are being funded, or are subject to funding, by the National Transport Authority (“NTA”).
- 5203.2 Mr Hendrick presented the paper to request CIE to apply for a Railway Order (“RO”) for DART+ South West. The Chairperson noted that this would increase the line capacity from 5,000 to 20,000 passengers per direction per hour. He noted that if approved, this project would facilitate major benefits in spatial planning and congestion relief. **IT WAS RESOLVED** that IÉ recommend to the CIE Board that an application be made to An Bord Pleanála for a RO pursuant to the powers contained in Section 37(1) of the Transport (Railway Infrastructure) Act 2001 as amended by the Planning and Development (Strategic Infrastructure) Act 2006 and the EU (Railway Orders) (Environmental Impact Assessment) (Amendment) Regulations 2021 (SI 743 of 2021) in respect of the DART+ South West project.
- 5203.3 My Smyth presented a paper on options for mid-life modernisation of the DMU 29000 fleet that would improve compliance with EU Regulations relating to gaseous and particulate matter emission limits. He noted that the 20-year-old fleet was reliable but is quite noisy and that the available options to modernise this fleet for noise and emissions reduction indicate limited benefits for the expenditure required. He advised that this could signify an earlier end of life for this fleet, but this would need to be considered in the wider fleet replacement strategy. My Smyth advised that discussions would continue with NTA on this matter.

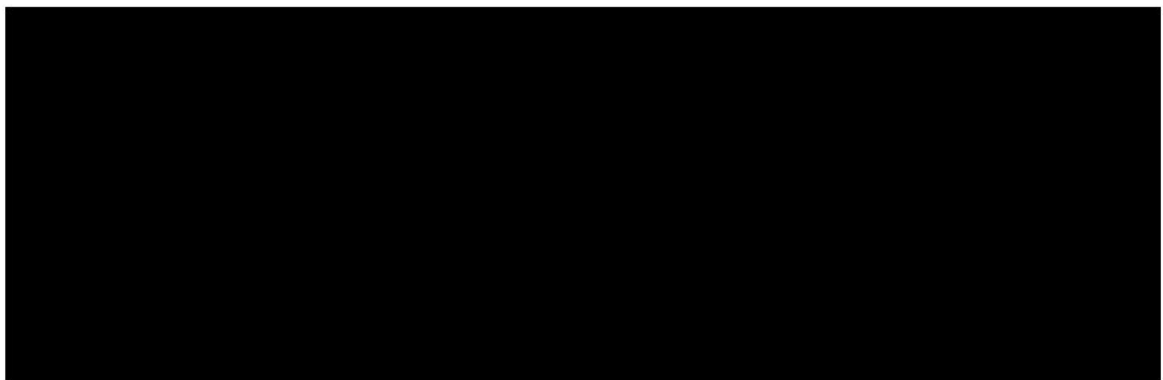
5204 ADVISORY/POLICY PAPERS

Board Safety Committee (“BSC”) Report

- 5204.1 The Board noted the contents of the BSC Report.

Audit and Risk Committee (“ARC”) Report

- 5204.2



Budget 2023

- 5204.3 Ms Little noted that the Budget 2023 and Forecast 2022 (the “**Budget**”) was reviewed in depth by the ARC and advised that the ARC was recommending its approval to the Directors. Management will now discuss the proposed funding with the Department of Transport and NTA. **IT WAS RESOLVED** that the Budget be and is hereby approved, subject to confirmation of funding.

Capital Investments Advisory Group (“CIAG”) Report

- 5204.34 The Board noted the contents of the CIAG Report.

Service Delivery Advisory Group (“SDAG”) Report

- 5204.5 The Board noted the contents of the SDAG Report.

Human Resource Advisory Group (“HRAG”) Report

- 5204.6 The Board noted the contents of the HRAG Report.

August Report to Minister

- 5204.7 The Board noted the contents of the Chairperson’s Report to the Minister for Transport.

IE Third Party and Employer Liability Claims policy

- 5204.8 **IT WAS RESOLVED** that the IE Third Party and Employer Liability Claims policy be and is hereby approved in the form presented to the Meeting.

NTA Revenue Account

- 5204.9 It was noted that in preparation for IE’s move to the new Gross Cost Contract arrangement in 2023 with the NTA, a new bank account has been opened with Bank of Ireland. It was advised that the new NTA Revenue Account would be used for the collection and reconciliation of IE’s passenger revenue and for settlement of revenue (payments) to the NTA.

IT WAS RESOLVED that Bank of Ireland:

- Add the name of Mr Jim Meade to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Aidan Cronin to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Eddie Giblin to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Billy Gilpin to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Brian Paton to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Declan Mahon to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Stephen Duff to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).
- Add the name of Mr Michael Reidy to the list of authorised signatories for NTA Revenue Account (including supplementary accounts).

5205 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5205.1 The Board noted that approval was sought for the expenditure of [REDACTED] for design development work for the refurbishment of Connolly Depot to enable the continued maintenance of the diesel fleets that will be cascaded from Drogheda Depot to Connolly Depot arising from the introduction of the new Battery Electric Multiple Unit (BEMU) fleet. Mr Smyth advised that this approval would allow the completion of Phases 1 to 5 (Project Scope and Approvals through to Detail Design & Tender Process) of the IE Project Management Procedures. It is initially estimated that the total works will require funding of [REDACTED] to be funded by the NTA (the “**Connolly Depot Proposal**”). **IT WAS RESOLVED** that the Connolly Depot Proposal be and is hereby approved.
- 5205.2 The Board noted that approval was sought for further expenditure of [REDACTED] in total to complete the Detailed Design and Tender Process to carry out enabling works in Q4 2022 (PMP Phase 5), and progress the Construction, Implementation and Closeout of (PMP Phases 6 & 7) of the Galway Ceannt Station Redevelopment Project, which would bring the total approved budget for the Project to [REDACTED]. It was advised that the project was subject to funding by the NTA and the Department of Housing, Local Government and Heritage (the “**Ceannt Station Proposal**”). **IT WAS RESOLVED** that the Ceannt Station Proposal be approved.
- 5205.3 The Board noted that approval was sought to increase the budget for the Construction and Closeout stages (Phases 6 & 7 of the Project Management Procedures) for the Bray Staff Accommodation project by [REDACTED]. It was noted that this budget increase was required due to higher-than-expected tender returns for the construction stage and would increase the approved expenditure from [REDACTED] to [REDACTED], including [REDACTED] of ineligible expenditure (the “**Bray Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Bray Proposal be and is hereby approved.
- 5205.4 The Board noted that approval was sought increase the budget for the Construction and Closeout stages (Phases 6 & 7 of the Project Management Procedures) for ‘Package A3’ full accessibility upgrade works, including footbridge with lifts, at Little Island Station by [REDACTED]. This budget increase is required due to significantly higher than expected tender returns for the construction stage. The additional budget, if approved, will increase the overall project budget from [REDACTED] to [REDACTED]. It was noted that it would be funded by the NTA (the “**Little Island Proposal**”). **IT WAS RESOLVED** that the Little Island Proposal be and is hereby approved.
- 5205.5 The Board noted that approval was sought for for a scope change to the National Car Park Programme (Package A) to replace two station car park schemes with the alternates (the “**Car Park Proposal**”). **IT WAS RESOLVED** that the Car Park Proposal be and is hereby approved.
- 5205.6 The Board noted that approval was sought to increase the scope of the DART+ Coastal North project to provide for modifications at Howth Junction & Donaghmede Station to provide for improvements to the station facilities and their general layout at an estimated cost of [REDACTED] for the design, RO and tender preparation phases (PMP Phases 2 to 5a). The additional budget, if approved, will increase the DART+ approved project budget from [REDACTED] to [REDACTED]. This scope change arises from the level of feedback from the non-statutory public consultation process regarding the Howth Shuttle service proposal between the Howth Station terminus and the Howth Junction & Donaghmede Station interchange with the Northern Line. The Board noted that the overall cost of the modification works was currently estimated to be in the order of [REDACTED] but this is subject to revision as the design progresses. The scope change will result in a 5-month programme extension to the current DART+ Coastal North design development phase and that it would be funded by the NTA (the “**DART+ Coastal Proposal**”). **IT WAS RESOLVED** that the DART+ Coastal Proposal be and is hereby approved.

5205.7



- 5205.8 The Board noted that approval was sought for the expenditure of up to [REDACTED] (inclusive of non-recoverable VAT) to procure and deliver into service an additional 18 x (5-car) Battery Electric Multiple Unit (BEMU) trainsets, by way of a further call-off order (the Second Fleet Order) from Alstom SA under the Commuter Fleet Framework Agreement. It was noted that this additional expenditure would bring the total Board approved budget for DART+ Fleet projects (First Fleet Order and Second Fleet Order) to [REDACTED]. It was advised that the expenditure profile for the proposed Second Fleet Order project assumes a down payment of c. [REDACTED] in December 2022 (secured by advance payment bonds from Alstom) with the remainder [REDACTED] of the Second Fleet Order expenditure profile spread across the years 2023 - 2028. It was noted that the funding for the Second Order Fleet was provided by the DoT via the NTA under the DART+ Programme (the “**Fleet Proposal**”). **IT WAS RESOLVED** that the Fleet Proposal be and is hereby approved.
- 5205.9 The Board noted that approval was sought for the planned capital expenditure of [REDACTED] million for planned Heavy Maintenance on the IE fleet during 2023 and that [REDACTED] funding would be provided by the NTA and [REDACTED] would be provided by the Climate Action Fund. (the “**Heavy Maintenance Proposal**”). **IT WAS RESOLVED** that the Heavy Maintenance Proposal be approved.
- 5205.10 The Board noted that approval was sought for [REDACTED] (inclusive of non-recoverable VAT) for the development of a Mobile Geographic Information System (GIS) in 2022/23 and that funding was provided as part of the IM Multi Annual Contract (“**IMMAC**”). (the “**GIS Proposal**”). **IT WAS RESOLVED** that the GIS Proposal be approved.
- 5205.11 The Board noted that approval was sought for initial expenditure of [REDACTED] (inclusive of non-recoverable VAT) for the purchase of a new Level Crossing Risk Model (LCRM) to be hosted on the rail network and transferring ownership to IE. (the “**LCRM Proposal**”). It was noted that funding was provided as part of the IMMAC. **IT WAS RESOLVED** that the LCRM Proposal be and is hereby approved.

Close Out Decisions

- 5205.12 The Board noted that approval was sought for close out paper CIRI01081 G158 Small Plant Dublin Cork line. It was noted that approved budget was [REDACTED] while the final out-turn cost was [REDACTED] ([REDACTED] of the approved budget). It was noted that the project completed all of the approved objectives. **IT WAS RESOLVED** that the close out paper be approved.
- 5205.13 The Board noted that approval was sought for close out paper CIRI01081 G158 Small Plant Dublin Cork line. It was noted that the final out-turn cost was [REDACTED] ([REDACTED] of the approved budget) and that the project completed all of the approved objectives. **IT WAS RESOLVED** that the close out paper be approved.

Ms Leonard entered the Meeting

5206 PROCUREMENT

- 5206.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting. Ms Leonard advised that following a review CIE Group’s Procurement Policy, it was being recommended to increase the SQR threshold from [REDACTED] to [REDACTED]

Procurement Proposals

- 5206.2 Ms Leonard noted that it was proposed to grant delegated authority to the CEO to approve the award of a contract for the supply and delivery of precast concrete railway sleepers for the Foynes Line Project. It was noted that it was anticipated that the cost would be approx. [REDACTED] excluding VAT. It was noted that it would be funded by the Exchequer through the DoT (the “**Sleeper Proposal**”). **IT WAS RESOLVED** that the Sleeper Proposal be and is hereby approved in the form presented to the Meeting.
- 5206.3 Ms Leonard presented the procurement proposal that sought to grant delegated authority to the CEO to approve the award of a contract for the Purchase of an On-Track Machine (“**OTM**”) Tamper for the CCE Department with an estimated cost of [REDACTED] and would be funded by the Exchequer through the DoT. (the “**OTM Proposal**”). **IT WAS RESOLVED** that the OTM Proposal be approved in the form presented to the Meeting.
- 5206.4 Ms Leonard presented the procurement proposal that sought to award a single supplier framework agreement to Daktronics Ireland Co. Ltd for the supply of platform passenger information displays

("PIDs") and the proposed term of the framework agreement was five years with options to extend annually up to a maximum of eight years with an estimate value being [REDACTED] (the "PID Proposal") and that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that PID Proposal be approved in the form presented to the Meeting.

5206.5 Ms Leonard presented the procurement proposal that sought to award a second call-off contract for 18 new Battery Electric Multiple Units trainsets under the Commuter Fleet Framework Agreement, which was established in December 2021. It was noted that the estimated value of the second call-off contract was [REDACTED]. It was noted the execution of the proposed call off contract would require NTA funding. (the "New Fleet Proposal") **IT WAS RESOLVED** that the New Fleet Proposal be approved in the form presented to the Meeting.

5206.6

[REDACTED]

5206.7 Ms Leonard presented the procurement proposal paper that sought to award a contract to Pod Trak Infrastructure Ltd for the TPS Trackside Installation works between Malahide and Drogheda to support the rollout of the new ETCS train protection system with an estimated value of the contract over the 1-year construction programme period is [REDACTED] and the funding source being the NTA. (the "TPS Proposal"). **IT WAS RESOLVED** that the TPS Proposal be approved.

5206.8 Ms Leonard presented the procurement proposal that sought for the selection and award criteria to commence a procurement process for a detail design and build contractor to modify Drogheda Depot to cater for the maintenance of the new BEMU trains that would be delivered into passenger services between 2025 and 2026 as part of the DART+ fleet project with an estimated value of the contract of [REDACTED]. It was noted that the project was funded by the NTA. (the "Drogheda Depot Proposal"). **IT WAS RESOLVED** that the Drogheda Depot Proposal be approved.

5206.9

[REDACTED]

5206.10 Ms Leonard presented the procurement proposal that sought approval for the disposal of 211, coin operated pay and display machines from IÉ car parks at 67 locations (the "Display Proposal"). **IT WAS RESOLVED** that the Display Proposal be approved.

5206.11

[REDACTED]

5206.12 Ms Leonard presented the procurement proposal that sought approval the disposal of redundant rail panels to a heritage railway, Connemara Railway. (the "Connemara Proposal"). **IT WAS RESOLVED** that the Connemara Proposal be approved.

5206.13 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

5206.14 **IT WAS RESOLVED** that the Directors approve the appointment of Jim Meade and Sinead Leonard as its Power of Attorney for the purpose of execution of the Special Conditions for the Second Order pursuant to the Single Supplier Framework Agreement for the Supply of Commuter Rail Fleet, between Alstom Transport SA, Iarnród Éireann-Irish Rail and Córas Iompair Éireann dated 10th December 2021 (the "Second Order Special Conditions"); and Parent Company Guarantee between Alstom Holdings, Iarnród Éireann-Irish Rail and Córas Iompair Éireann in respect of the Second Order Special Conditions.

Mr Smyth left the Meeting

Ms Leonard left the Meeting

5207 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5207.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5208 APPENDICES FOR NOTING

- 5194.1 The board **HEREBY NOTED** the 2022 Forward Agenda, CIAG and SDAG minutes dated 17th August 2022, the ARC minutes dated 9th May and 22nd August 2022, the BSC minutes 10th August 2022 and the HRAG minutes dated 6th May 2022.

5209 ANY OTHER BUSINESS

- 5209.1 It was noted that the next board meeting was scheduled to be held on Tuesday, 29th November 2022 and would be a hybrid meeting via Microsoft Teams and the Dean board room located in Cork city.
- 5209.2 There being no further business, the Chairperson called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Licence in duplicate with DTIL Limited to permit the creation of access to the grounds of MacDonagh Junction Shopping Centre from the rear of IÉ property at Kilkenny Bus and Rail Station for a period of 5 years at a fee of [REDACTED] per annum.
2. Indemnity in duplicate with ESB for Stringing Operations to replace electricity transmission lines at Ballynahulla – Ballyvouskill 220kV Line for a period of 7 weeks. These works affect Iarnród Éireann's Mallow to Tralee line at Shanacock, Millstreet, Co. Cork.
3. Agreement in duplicate with [REDACTED] to purchase 4.2 acres of land and pay compensation at a cost of [REDACTED] plus legal and consultant fees to extinguish rights over bridge OBC305 on the Cork Line to facilitate the demolition of bridge OBC305.
4. Closure Agreement in duplicate with [REDACTED] to purchase 4.2 acres of land and pay compensation at a cost of [REDACTED] plus legal and consultant fees to extinguish rights over bridge OBC305 on the Cork Line to facilitate the demolition of bridge OBC305.
5. Agreement in duplicate with [REDACTED] to purchase a house at 5 Pinewood, Mallow, Co. Cork at a cost of [REDACTED] plus [REDACTED] fees to rehouse [REDACTED] of Cottage H126 at Kilnockin, Mallow Co. Cork.
6. Lease in duplicate with AMT Coffee Limited for the retail unit in Pearse Station at a rent of [REDACTED] per annum or [REDACTED] gross turnover excluding VAT, whichever is greater for a period of 5 years.
7. Lease in duplicate with Cavan County Council for Kingscourt Railway Station for a period of 20 years at a rent of [REDACTED] per annum.
8. Agreement for Lease in duplicate with Cavan County Council for 20 year lease of Kingscourt Railway Station. Cavan County Council will rehabilitate the property for use as community and educational facilities.
9. Licence in duplicate with Irish Water to install foul sewer adjacent to Clondalkin Fonthill Station at 4 miles 1242 yards on the Dublin – Cork Railway Line. The location is noted as Cappagh, Clondalkin, Dublin 22. The fee shall be a one-off payment of [REDACTED] in favour of CIÉ.
10. Licence in duplicate with Irish Water to install foul sewer pipe at Coolcorcoran, Aghadoe, Co. Kerry as part of the Kilcummin Sewerage Scheme. The location is noted as 41 miles 113 yards on the Mallow – Tralee railway line. The fee shall be a one-off payment of [REDACTED] in favour of CIÉ.

Company Secretary
Iarnród Éireann
25th October 2022

TRANSACTIONS FOR APPROVAL AND SEALINGSigning only

1. [REDACTED]
2. Licence in duplicate with [REDACTED] for the use of 1,385 square metres of lands at Cherryville Junction as a works compound in relation to maintenance of the Dublin to Cork Rail Line for a period of 5 years at a fee of €[REDACTED] annum.
3. Licence in duplicate with Dublin City Council to permit the construction and operation of their Clontarf to City Centre Cycle Route at various locations where it passes over lands owned by CIE for a period of 38 months at a fee of [REDACTED] per annum.
4. Deed of Variation in duplicate with Three Ireland (Hutchinson) Limited to add 1 Dish to signal mast at Louisa Bridge, Leixlip, Co. Kildare at an additional licence fee of [REDACTED] plus VAT.
5. Master Licence Agreement with Vodafone for the amalgamation of existing licence agreements with CIE in respect of Vodafone equipment on Iarnród Éireann infrastructure for a period of 10 years at a licence fee of [REDACTED] plus VAT per annum. ELECTRONICALLY SIGNED.
6. Licence Agreement in duplicate with [REDACTED] to purchase 4.2 acres of land and pay compensation at a cost of [REDACTED] plus legal and consultant fees to extinguish rights over bridge OBC305 on the Cork Line to facilitate the demolition of bridge OBC305.
7. Licence in duplicate with [REDACTED] to grant [REDACTED] a licence for life of 5 Pinewood, Mallow Co. Cork at an annual fee of [REDACTED] (per week).
8. Licence Agreement (singular) and Deed of Renunciation in duplicate with [REDACTED] in respect of a 5 year licence at a total cost of [REDACTED] per annum plus reasonable legal fees, for Iarnród Éireann to occupy lands of circa 2.05 acres at Yeomanstown, Caragh, Naas, Co. Kildare as a works compound for the Cork Line Rehabilitation Project.
9. [REDACTED]
10. Supplemental Licence in duplicate with Galway City Innovation District Company Limited in respect of the former Guinness Offices, Ceannt Station, Galway to extend the licence period by three calendar months from 1st May 2022 until 31st July 2022

Company Secretary
Iarnród Éireann
25th October 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

1. N/A

Company Secretary
Iarnród Éireann
25th October 2022

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND SIXTIETH-FIRST BOARD MEETING HELD ON
TUESDAY 29TH NOVEMBER 2022 AT THE DEAN HOTEL, HORGAN'S QUAY, RAILWAY ST,
NORTHERN QUARTER, CORK AND VIA MICROSOFT TEAMS AT 11.00AM
(THE “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director
	Mr. Peter Mulholland	Director
	Mr. Tommy Wynne	Director
	Mr. Jimmy Doran	Director
	Ms. Sarah Roarty	Director
	Mr. Pat O'Donoghue	Director
	Ms. Gwendoline Cazenave	Director*
		(Collectively referred to as the “ Board and/or “Directors” ”)
	Mr. Dave McCabe	Company Secretary
APOLOGIES:	Ms. Valerie Little	Director
IN ATTENDANCE:	Mr. Jim Meade	Chief Executive Officer
	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Ms. Sinead Leonard	Chief Procurement Office**
	Mr. Paul Hendrick	Director Capital Investments
	Mr. Lorcan O'Connor	Chief Executive, CIÉ
	Mr Aidan Reid	Chief Security Officer**
	Mr Mick McMahon	Chief Information Officer**
	Mr AJ Cronin	Delivery Manager - Cork Area Commuter**

**via Microsoft Team*

***for part of the Meeting*

MIN NO.

5210 CONSTITUTION OF THE MEETING

- 5210.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.
- 5210.2 The Directors held a private discussion.
- Mr Meade, Mr Cronin, Mr O'Connor, Mr Ballance, Mr Hendrick and Mr Gilpin entered the Meeting*
- 5210.3 The Chairperson noted that the service level agreements (“SLA”) had yet to be finalised between IÉ and CIÉ and noted that the IÉ audit and risk committee was to take the matter under review.

5211 DIRECTORS' INTERESTS

- 5211.1 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.

5212 MINUTES

- 5212.1 The Chairperson presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 19th October 2022 which had been circulated in advance of the Meeting (the “**Previous Minutes**”). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairperson of the meeting be and is hereby approved.

5213 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5213.1 The Directors reviewed the updated schedule of action points and noted that the action points had been closed prior to the Meeting.

Mr Reid joined the Meeting

5214 STRATEGY

Chief Security Adviser (“CSA”) Presentation

- 5214.1 The CSA noted that IÉ led the NTA’s working group review of crime and anti-social behaviour (“**ASB**”) categories across public transport providers to align with An Garda Síochána’s (“**AGS**”) PULSE system. The CSA noted that IÉ’s Security Control Centre at Howth Junction was overseen by an Enforcement and Compliance Manager along with three IÉ Supervisors to co-ordinate enforcement across the network, including coordinating and leading joint public order/public safety operations with AGS. He advised that Operation Saul saw dedicated Garda Uniform and Plain Clothes Specialist Units operation in support of Public Transport across the network. The CSA advised that there was a CCTV upgrade programme underway for high-risk stations and that the NTA Working Group was progressing intelligent transport initiatives with upgrade to technologies and systems. Mr Mulholland advised that it was important that IÉ communicate efforts to combat ASB to provide assure to the public that railway transport was a safe way to travel. Mr Wynne advised that once notified by IÉ staff, AGS would be waiting at the next station to assist with AGS which has made a major positive impact for frontline staff. Mr Doran queried if IÉ held talks to school children regarding the dangers of ASB. The CSA replied that IÉ did hold talks in schools such as in Shankill, where IÉ cautioned on the dangers of dangling feet over platforms.
- 5214.2 The CSA reported that a successful International Level Crossing Awareness Day 2022 had been co-ordinated across the network, with six high risk level crossings targeted with joint Garda, Road Safety Authority and Iarnród Éireann checkpoints.
- 5214.3 The CSA advised that four Spanish Nationals were convicted and sentenced before the Dublin Circuit Criminal Courts for criminal damage of [REDACTED] to IÉ rolling stock on 18th July 2022. He noted that tourism graffiti has been a key issue also in other European cities such as Berlin, Paris, Madrid etc. and advised that a EUROPOL team was now working in close cooperation with an AGS following the successful prosecution.
- 5214.4 Ms Byrne queried if IÉ were pursuing bridge strike prosecutions. The CSA replied that bridge strikes fall under the road traffic acts and noted that IÉ works close with AGS to prosecute.

Mr Reid left the Meeting. Mr McMahon joined the Meeting

Chief Information Officer (“CIO”) Presentation

- 5214.5 The CIO provided an overview of the enterprise resource planning (“**ERP**”) system upgrade plan, which is to be used for the recording of accounts, IM and rolling stock maintenance and advised

that it is the largest IT system in CIÉ group. He advised that the current ERP had an end-of-life of 2027 and would have no support after 2030. He reported that the costs of building a new ERP would be high and noted that IÉ would opt for a selective data transition, which is a hybrid approach to provide a technical migration for some areas where the existing processes have already been optimized and where practical and a new ERP implementation for other areas.

5214.6 With regards to Cyber security, [REDACTED]

Mr McMahon left the Meeting. Mr AJ Cronin joined the Meeting

Cork Area Commuter Rail (“CACR”) Update

5214.6 Mr AJ Cronin reported that the CACR program included infrastructure improvements of the three existing railway corridors in the Cork area providing a transformative 10-minute frequency (from current 30-minute frequency), either full electrification or alternative fuelling, eight new stations and improvements at existing stations and a multi-modal integrated transport hub at Kent Station to promote modal shift from the private car. It also includes additional rolling stock and a new depot. It was advised that work packages (“WP”) 1 to 7 are interrelated, with WP1 to 3 being capacity related and accelerated due to EU funding and then overall program of WP4 to 7 would require approval by IÉ and the NTA and a business case for WP 4 to 6 was being drafted.

Mr AJ Cronin left the Meeting

5215 CHIEF EXECUTIVE’S REPORT

5215.1 The Directors noted the Shareholder Expectation Letter addressed to CIÉ but with relevance to Iarnród Éireann, as included within the Board pack.

5215.2 Mr Meade presented the Chief Executive’s report (“**CEO Report**”) and KPI Dashboard for the Company’s reporting period ten (“**P11 and/or Period**”) that had been included in the board pack.

5215.3 Mr Meade noted that a Sustainability and Environmental steering group had now been put in place which would be chaired by Mr Doran and noted that this group would provide a quarterly update to the IÉ Board. The CEO advised that sustainability studies had been completed to allow IÉ to meet its mandated sustainability targets and advised that debate was ongoing on the process for how carbon credits are distributed. This is of particular relevance in accounting for the expected carbon savings that will arise from transferring transporting goods from road to rail.

5215.4 Mr Meade reported that demand on intercity services was back to pre-2019 levels and advised that the new forty-one ICRs were to be rolled out in 2023 on key routes that are operating at capacity limits. The CEO noted that that IÉ had commenced enabling works for reinstatement of the Limerick-Foynesline.

5215.5 [REDACTED]

5215.6 Mr Meade reported that catering services [REDACTED]



Financial Report

- 5215.7 Mr Cronin reported that in comparison to 2019 passenger revenue was [REDACTED] which was [REDACTED] adverse to forecast but noted the 20% fare reduction had impacted revenue. The Chairperson queried if IÉ would meet its CAPEX targets for 2022. Mr Cronin replied that IÉ was confident that all funding, including additional funding committed throughout 2022, would be spent prior to the end of 2022.

Train Operations (“TO”) Report

- 5215.8 The board noted the contents of the TO Report included in the board pack.
- 5215.9 Mr Gilpin advised that there are 10 x 8100 sets affected by corrosion and repairs are underway, with the CRR monitoring the progress with this work.

Infrastructure Manager Report (the “IM Report”)

- 5215.10 The Board noted the contents of the IM Report included in the board pack. With regards to the Barrow bridge, Mr Ballance reported that as the line was a closed railway line, funding was not provided for asset maintenance or repair under the Multi Annual Contract and noted that the CIÉ claims department have been apprised of the incident and are being kept involved as the full extent of the damage materialises. He advised that it was estimated that the cost of repairs to the bridge structure is likely to be of the order of [REDACTED] and reported that the bridge was to be pinned open in the meantime to ensure that there were no further safety incidents.

Capital Investments Report

- 5215.11 The Board noted the contents of the Capital Investments Report included in the board pack. Mr Hendrick reported that the claims lodged by TTA and Arup were close to finalisation.
- 5215.12 Mr Hendrick reported that for the signalling work for the CACR programme, there had only been one bidder and that the package was under negotiated with this bidder and advised as the work will cost over [REDACTED], excluding TPS work, it will require both NTA and cabinet approval. Mr O'Donoghue queried if there was any EU funding issues anticipated. Mr Hendrick replied that it would be challenging to execute the contract Q12023, as IÉ needed to close out contract negotiations and then proceed with NTA and cabinet approval.
- 5215.12 Mr Hendrick reported that IÉ had completed market consultation for the TPS national roll out. Mr Wynne queried when will TPS be operational. Mr Hendrick responded that it would be operational in spring 2024 for Howth, which would be used for testing and noted that the mainline TPS would be finalised in summer 2024.

5216 ADVISORY NOTES

5216.1



ect.

- 5216.2 The IÉ Board were provided with an update about the ongoing procurement process for the CACR Work Package 2 Signalling & Telecommunications Upgrade.

- 5216.3 The IE Board were provided with an update about the scope of works and planned completion timeline to complete the Kishoge Station works with a view to bringing this station into passenger service by the end of 2023.

5217 ADVISORY/POLICY PAPERS

Service Delivery Advisory Group (“SDAG”) Report

- 5217.1 The Board noted the contents of the SDAG Report.

Capital Investment Advisory Group (“CIAG”) Report

- 5217.2 The Board noted the contents of the CIAG Report.

Level Crossings and Property Approvals

- 5217.3 Mr Ballance advised that approval was sought for expenditure of [REDACTED], including reasonable transaction costs and minor civil works to purchase 22 acres of land at Cloonbannan, Rathmullen, Ballymote, Co. Sligo, in order to remove a landowner from a user-worked occupational level crossing, XS117 (the “**XS117 Approval**”). **IT WAS RESOLVED** that the XS117 Approval be and is hereby approved and that this resolution should be put before the CIÉ Board for approval.
- 5217.4 Mr Ballance advised that approval was sought to pay a total cost of [REDACTED] including reasonable legal and associated costs, to purchase 9.29 acres of land at Knockcroghery, County Roscommon to enable the closure of XM066 (the “**XM066 Approval**”). **IT WAS RESOLVED** that the XM066 Approval be and is hereby approved and that this resolution should be put before the CIÉ Board for approval.
- 5217.5 Mr Ballance advised that approval was sought to pay at a total cost of [REDACTED] including reasonable legal costs and agriculture adviser fees, to affect the closure of farm level crossings XL008 and XL009 on the Limerick-to-Limerick Junction Line. (the “**XL008 and XL009 Approval**”). **IT WAS RESOLVED** that the XL008 and XL009 Approval be and is hereby approved and that this resolution should be put before the CIÉ Board for approval.
- 5217.6 The Directors noted that approval CIÉ Board would be sought to acquire an 0.84 acre plot including a vacant cottage for an IE compound at the Curragh, Pollardstown, Co. Kildare on the Dublin – Cork line at a total estimated cost of [REDACTED] including legal costs, stamp duty and VAT and also that authority was to be sought to commence negotiations with Eir Ireland Limited, trading as Meteor, regarding a bulk licence agreement, to replace arrangements which relate to equipment on Iamróid Éireann masts and towers, with a value in excess of [REDACTED], for which the standard disposal procedures of public tender or auction would apply

Health & Safety Policy

- 5217.7 The Directors reviewed and approved the Health & Safety Policy as included in the Board pack.

October Report to Minister

- 5217.8 The Board noted the contents of the Chairperson’s Report to the Minister for Transport.

5218 CAPITAL EXPENDITURE

Capital Expenditure Proposals

- 5218.1
- 

5218.2

- 5218.3 The Board noted that approval was sought for expenditure of [REDACTED] to develop a Delivery Strategy, Feasibility Study and Implementation plan, part of PMP Phases 1 and 2 (Project Scope & Approvals and Project Concept, Feasibility & Option Selection) for the DART Platform Accessibility project (the “**Accessibility Proposal**”). It was noted that it would be funded by the NTA. **IT WAS RESOLVED** that the Accessibility Proposal be and is hereby approved.
- 5218.4 The Board noted that approval was sought to increase the budget for the completion of PMP Phases 2 – 3 (Option Selection and Preliminary Design) for the Station Customer Services Systems element of the Customer Information Systems Programme by [REDACTED]. It was noted that this budget increase was required due to an underestimate in level of effort required to complete PMP Phases 2 – 3. It was noted the delivery of these services was subject to funding by the NTA (the “**CIS Proposal**”). **IT WAS RESOLVED** that the CIS Proposal be and is hereby approved.
- 5218.5 The Board noted that approval was sought for the expenditure of [REDACTED] for the design and construction of railway works, project management and possession costs (Phases 5 & 6 of the Project Management Procedures) associated with the Waterford North Quays Development, which includes for the provision of a new station and transport hub in the Waterford North Quays Strategic Development Zone, and to enter into a Station Agreement with Waterford City & County Council (WCCC) related to the above. It was noted that the project is being funded by Waterford City & County Council. (the “**Waterford Proposal**”). **IT WAS RESOLVED** that the Waterford Proposal be and is hereby approved.

Close-out Decision

- 5218.6 The Board noted that approval was sought to close out the Boston Sidings Redevelopment Site – Enabling Works project which completed its construction phase in December 2021, with all relevant safety file information being forwarded to the stakeholders by March 2022. The Board noted the implementation of these works facilitated the redevelopment of lands at Boston Sidings and enabled an income stream for IÉ and **HEREBY NOTED** that the approved budget was [REDACTED] while the final out-turn cost was [REDACTED] of the approved budget and that the project completed all of the approved objectives.

Ms Leonard entered the Meeting

5219 PROCUREMENT

- 5219.1 Ms Leonard presented the Procurement Report included in the Board pack, circulated in advance of the Meeting.

Procurement Proposals

- 5219.2 Ms Leonard noted that approval was sought to grant delegated authority to the CEO to approve the award of three call-off contracts for plant hire requirements for the CCE Track Delivery Unit to support the delivery of CLRP relaying works throughout 2023 at a total estimated cost of [REDACTED]. It was noted that it would be funded by the Exchequer through the Multi Annual Contract (“**MAC**”). (the “**CLRP Proposal**”). **IT WAS RESOLVED** that the CLRP Proposal be and is hereby approved in the form presented to the Meeting.
- 5219.3 Ms Leonard presented the procurement proposal that sought to grant delegated authority to the CEO to approve the award of a contract for the Purchase of an On-Track Machine (“**OTM**”) Tamper for the CCE Department with an estimated cost of [REDACTED] and would be funded by the Exchequer through the DoT (the “**OTM Proposal**”). **IT WAS RESOLVED** that the OTM Proposal be approved in the form presented to the Meeting.

- 5219.4 Ms Leonard presented the procurement proposal that sought approval to award a contract to Rhomberg Sersa Ireland Ltd for the mid-life refurbishments of five infrastructure on-track maintenance machines at an estimated cost of [REDACTED] (the “OTM Proposal”) and noted that the funding source for this contract was from the MAC. **IT WAS RESOLVED** that OTM Proposal be approved in the form presented to the Meeting.
- 5219.5 Ms Leonard presented the procurement proposal that sought to approve the award of call-off contracts to facilitate the leasing of commercial & passenger electric vehicles throughout 2023 and 2024, up to a total estimated cost of [REDACTED] (the “EV Proposal”) **IT WAS RESOLVED** that the EV Proposal be approved in the form presented to the Meeting.
- 5219.6 Ms Leonard presented the procurement proposal paper that sought for the selection and award criteria to facilitate a tender process to appoint a consultant for the provision of multi-disciplinary consultancy services for Heuston Masterplan Preliminary Design Stakeholder Relocation (Phase 3), with options to deliver the Planning & Statutory Process, Detailed Design & Tender Process and Contract Award, Construction & Implementation (Phase 4-6) with an estimated value of [REDACTED] with the primary funding source from IÉ. (the “Heuston Masterplan Proposal”). **IT WAS RESOLVED** that the Heuston Masterplan be and is hereby approved.
- 5219.7 Ms Leonard presented the procurement proposal paper that sought approval to enter a five-year multi-lot, multi-party Framework Agreement for the provision of building and structures maintenance services. It was noted that approval was also sought to award a three-year contract with an option to extend for an additional period of 2 years for Lot 1 with the total value of Lot 1 being anticipated to be [REDACTED] over the five-year term. It was noted that the total estimated value of services and works to be awarded under the agreement over the five-year period was just under [REDACTED] excluding VAT. She noted that the value may increase or decrease in accordance with IÉ’s requirements during the term and the funding source for this Framework Agreement would come from NTA funding, Station Access Agreement and the MAC (the “BF Maintenance Proposal”). **IT WAS RESOLVED** that the BF Maintenance Proposal be approved.
- 5219.8 Ms Leonard presented the procurement proposal that sought approval to grant delegated authority to the CEO to approve a contract to at an estimated value of [REDACTED] for Lot 1 the Provision of Logistics Transport Services between the UK and the Republic of Ireland; UK and Northern Ireland; Germany and the Republic of Ireland and to approve a contract at an estimated value of [REDACTED] Lot 2 the Provision of Transport Services in the Republic of Ireland the Supply of Irish Distribution Services for Navigator Freight. It was noted that the term of each contract would be 5 years and would be funded from Navigator Freight’s annual budgets (the “Navigator Proposal”). **IT WAS RESOLVED** that the Navigator Proposal be approved.
- 5219.9 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria for the proposed pre-qualification and tender process for the supply, electrical fit-out and general maintenance of wayside cabinets. It was noted that this agreement would operate for a period of 5 years with an option to extend annually for up to a maximum agreement term of 8 years, with the estimated spend under this agreement bring [REDACTED] and the funding source for this contract being both the MAC and Telecoms Annual Maintenance. (the “Wayside Cabinets Proposal”). **IT WAS RESOLVED** that the Wayside Cabinets Proposal be and is hereby approved.
- 5219.10 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria for the proposed pre-qualification and tender process for the establishment of a Framework Agreement for the Supply of Signalling, Electrical and Telecoms Cable and this agreement would operate for a period of 4 years and the estimated spend under this agreement was [REDACTED] excluding. It was noted that the funding source for this contract would be both the MAC and authorised capital projects. (the “Cable Proposal”). **IT WAS RESOLVED** that the Cable Proposal be approved.
- 5219.11 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria for the proposed pre-qualification and tender process for the establishment of a Framework Agreement for the Supply of Signalling, Electrical and Telecoms Cable and this agreement would operate for a period of 4 years and the estimated spend under this agreement was [REDACTED] excluding. It was noted that the funding source for this contract would be both the MAC and authorised capital projects. (the “Cable Proposal”). **IT WAS RESOLVED** that the Cable Proposal be approved.
- 5219.12 Ms Leonard presented the procurement proposal that sought approval for the selection criteria to facilitate the commencement of the procurement process for a fully managed cleaning service contract. It is proposed to award a 3-year contract with an option to extend for up to 2 additional

years with an estimated value of the contract being anticipated to be in the region [REDACTED] over a 5-year period (the “**Cleaning Proposal**”). **IT WAS RESOLVED** that the Cleaning Proposal be approved.

5219.13 Ms Leonard presented the procurement proposal that sought approval for the Selection and Award Criteria to facilitate a tender process to procure the services of a multi-disciplinary consultant (MDC) to support the delivery of PMP Phases 3 – 6 (Preliminary Design through to Construction) services for Work Packages 4 – 6 (Per Way, Civils & Structures, Battery Charging Infrastructure and Depot scope) of the CACR programme. It was noted that the estimated value of the services over the full duration of the contract is estimated to be c. [REDACTED] and that it was anticipated that the services would be required for an initial period of 24 months with the option to extend by a period up to 42 months at IE’s discretion and would be funded by the NTA. (the “**CACR Proposal**”). **IT WAS RESOLVED** that the CACR Proposal be approved.

5219.14 Ms Leonard presented the procurement proposal that sought approval for selection criteria and award criteria to facilitate the procurement of a multi-disciplinary consultant (“**MDC**”) to provide rail fleet advisory services and support the delivery of PMP Phases 1 to 6 (Project Scope to Contract Award Construction & Implementation) for the Enterprise Fleet Replacement Project. It was noted that the estimated value of the services over the full duration of the contract was estimated to be c. [REDACTED] and it was anticipated that the services would be required for an initial period of 24 months with the option to extend by a period up to 96 months. It was advised that all costs associated with Rail Fleet Advisory Services would be shared equally by IE and Northern Ireland Railways and that funding was sourced from own funds approved by IE Board in February 2022 (the “**Cable Proposal**”). **IT WAS RESOLVED** that the Cable Proposal be approved.

5219.14 Ms Leonard presented the procurement proposal that sought approval for the selection and award criteria, to commence a tender process to establish a multi-lot contract for the supply of MGO (Marked Gas Oil) and Kerosene (Heating Oil) on a nationwide basis. It was noted that the proposed duration of the agreement was three years with an option to extend for an additional two years and the value of the award was anticipated to be in the region of [REDACTED] p.a and that this contract would have multiple funding sources. The MGO portion for train fuelling will be funded by PSO. MGO for Rosslare will be funded from IE’s own resources. The Kerosene portion, depending on location may be funded from PSO, MAC or IE’s own resources. (the “**MGO and Kerosene Proposal**”). **IT WAS RESOLVED** that the MGO and Kerosene Proposal be approved.

5219.15 Ms Leonard presented the procurement proposal that sought approval for the selection criteria to facilitate the procurement of a technology partner and system supplier for an ETCS Level 1 solution to support the TPS System onboard National Rollout project. It was noted that it was proposed to establish a contract for the supply, installation (retrofitting), safety validation, testing and approval of an ETCS Level 1 Onboard system for up to six fleet types. It was noted that it was proposed to include an option to enter into a separate long-term maintenance contract, potentially up to a maximum of 10 years, thereafter and the estimated spend under this contract for the potential full term was [REDACTED] excluding VAT and that the funding source for this contract would be the Department of Transport. (the “**TPS Proposal**”). **IT WAS RESOLVED** that the TPS Proposal be approved.

5219.16 The Board **HEREBY NOTED** the updated Procurement Schedule for 2022 which had been circulated in advance of the Meeting.

Ms Leonard left the Meeting

5220 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

5220.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5221 APPENDICES FOR NOTING

5121.1 The board **HEREBY NOTED** the 2022 & 2023 Forward Agendas, CIAG and SDAG minutes dated 16th October 2022.

5209 ANY OTHER BUSINESS

5209.1 It was noted that the next board meeting was scheduled to be held on 18th January 2023.

5209.2 There being no further business, the Chairperson called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Lease in duplicate with Cosgrove Transport (Limerick) Limited for a period of 2 years in respect of a 4 acre portion of the North Esk Freight Yard at a rent of [REDACTED] per annum.
2. Agreement in duplicate and Closure Agreement in duplicate with Margaret Staunton to purchase 7.6 acres of land to close Level Crossing XM241 on the Athlone – Westport Rail Line at a cost of [REDACTED]
3. Lease in duplicate with Bojana Ferjan for the retail unit at Bayside DART Station for a rent of [REDACTED] per annum or [REDACTED] of turnover, whichever is greater, for a period of 5 years.
4. Agreement in duplicate with [REDACTED] to close field Level Crossing XT068 on the Mallow Tralee Rail Line at a cost of [REDACTED] payment to Tom McCarthy and [REDACTED] allowance for legal costs, contingencies and civil works.

Company Secretary
Iarnród Éireann
29th November 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Supplemental Licence with John Sisk & Sons for 3 months, from 1st June 2021 until 31st August 2021, or such later date as may be agreed by CIE, in respect of 0.25 hectares at Ceannt Station Galway to be used as a compound for site offices and car parking.
2. Licence in duplicate with Curtis Napier for 1 year, for a mobile coffee truck at Sligo Station for a fee of [REDACTED] per annum plus VAT.
3. Licence in duplicate with [REDACTED] for 1 year, for a mobile coffee kiosk at Rush and Lusk Station for a fee of [REDACTED] per annum plus VAT.

Company Secretary
Iarnród Éireann
29th November 2022

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

1. N/A

Company Secretary
Iarnród Éireann
29th November 2022

STRICTLY PRIVATE AND CONFIDENTIAL

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

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

**MINUTES OF THE THREE HUNDRED AND SIXTIETH-SECOND BOARD MEETING HELD ON
WEDNESDAY, 18th JANUARY 2023 AT ROSSLARE HARBOUR, CO. WEXFORD. EIRCODE, Y35
PH4 AND VIA MICROSOFT TEAMS AT 9.00AM
(THE “MEETING”)**

PRESENT:	Mr. Frank Allen	Chairperson
	Ms. Suzy Byrne	Director
	Mr. Peter Mulholland	Director
	Mr. Tommy Wynne	Director
	Mr. Jimmy Doran	Director
	Ms. Sarah Roarty	Director
	Mr. Pat O’Donoghue	Director
	Ms Valerie Little	Director
		(Collectively referred to as the “ Board and/or “Directors”)
	Mr. Dave McCabe	Company Secretary
APOLOGIES:	Ms. Gwendoline Cazenave	Director
IN ATTENDANCE:	Mr. Jim Meade	Chief Executive Officer
	Mr. Aidan Cronin	Chief Finance Officer
	Mr. Éamonn Ballance	Director Infrastructure Manager
	Mr. Billy Gilpin	Director Railway Undertaking
	Mr. Paul Hendrick	Director Capital Investments
	Mr. Lorcan O’Connor	Chief Executive, CIÉ
	Mr Glen Carr	Director of Business Units
	Mr James Dunne	Head of Transport Planning
	Mr Michael Power	Head of Transformation

MIN NO.

5222 CONSTITUTION OF THE MEETING

- 5222.1 It was noted that notice of the Meeting had been given to all Directors, that a quorum was present and that the Meeting was validly constituted in accordance with the Company's Constitution and that Mr Allen would act as Chairperson.
- 5222.2 The Directors held a private discussion.
- Mr Meade, Mr Cronin, Mr O’Connor, Mr Ballance, Mr Hendrick, Mr Gilpin, Mr Carr, Mr Dunne and Mr Power entered the Meeting,*
- 5222.3 The Chairperson noted that an external Board effectiveness review was on-going and that consultants would contact Directors individually.
- 5222.4 Mr Gilpin reported efforts were on-going to reintroduce catering on rail services, within reasonable budgets and advised that this matter has been the subject of extensive engagement with contractors and procurement exercises. He further reported that on-board catering would be introduced for

Cork to Dublin route first and IÉ was going to market for a multiyear contract for the whole network.

5223 DIRECTORS' INTERESTS

- 5223.1 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.

5224 MINUTES

- 5224.1 The Chairperson presented to the Meeting for consideration and, if thought fit, approval of the minutes of the board meeting of the Company held on 29th November 2022 which had been circulated in advance of the Meeting (the "**Previous Minutes**"). **IT WAS RESOLVED** that the Previous Minutes be and are hereby approved and that the signing of same by the Chairperson of the meeting be and is hereby approved.

5225 ACTION POINTS OF PREVIOUS BOARD MEETINGS

- 5225.1 The Directors reviewed the updated schedule of action points and noted that the action points had been closed prior to the Meeting.

5226 LONG -TERM STRATEGIES

- 5226.1 The Directors were provided with an overview of IÉ's draft 2050 strategy ("**IÉ 2050**") and emerging themes from the All-island Strategic Rail Review ("**AiRR**"). It was noted the IÉ 2050 had been drafted in conjunction with SYSTRA with a focus on maximising the potential of the existing network. Mr Power advised that the AiRR was being prepared by Arup for the Departments of Transport in Dublin and Belfast and was being informed by IÉ 2050 and IÉ's rail freight strategy. Mr Power advised that that AiRR had linked with the Housing for All strategy and had been conscious of Ireland's population growth of approximately 6.2m people to dwell in the Republic of Ireland by 2050 and noted that Northern Ireland has slower demographic growth but was projected to be 2m people by 2050. He reported that the AiRR had noted that Ireland would have a significant increase of the overall population being elderly, and that public transport would need to respond to these changes.
- 5226.2 Mr Power reported that both the AiRR and IÉ 2050 are informed by international comparative cases and trends world-wide. He noted that the total annual trips on Iarnród Éireann was 50m passengers pre-Covid, but that the network expansion proposed in IÉ2050 could respond to a demand of 140m passengers by 2050. Mr Dunne reported that the AiRR included interventions to address bottlenecks on commuter routes, improve journey times, increase frequency of services and achieve decarbonisation. This would include double tracking certain lines, four-tracking of certain commuter lines and additional platforms at key locations. These options were discussed.
- 5226.3 Mr Dunne reported that the AiRR is at draft technical report stage and that Arup were in the process finalising the public facing final report..
- 5226.4 Mr Dunne advised that options being considered included reinstating abandoned lines for passenger and freight service across all regions in the Republic of Ireland and in Northern Ireland.
- 5226.5 The CEO advised that IÉ has emphasised with Arup and with the Department of Transport that rail access to Dublin Port is critical to achieving the ambition of transferring goods from HGVs to rail. He noted that a meeting between IÉ and Dublin Port CEOs is scheduled before the publication of AiRR.

5227 ROSSLARE EUROPORT UPDATE

5227.1



5227.2

5228 ADMINISTRATIVE ITEMS

Transactions for Approval, Sealing and Signing

- 5228.1 Mr McCabe presented the transactions that were required to be approved, executed and sealed (details of such had been appended to the Meeting minutes at appendix I, II and III together being the “**Transactions**”) to the Meeting. **IT WAS RESOLVED** that the Transactions be and are hereby approved and that the Transactions be executed and sealed as soon as was practicable.

5229 ANY OTHER BUSINESS

- 5229.1 It was noted that the next board meeting was scheduled to be held on 15th February 2023.

- 5229.2 There being no further business, the Chairperson called the Meeting to a close.

Chair _____

Date _____

TRANSACTION FOR APPROVAL AND SIGNING

Approval for signing and sealing

1. Lease in duplicate with [REDACTED] for 5 years with Renunciation in respect of the retail kiosk at Blackrock Railway Station at a rent of [REDACTED] per annum or [REDACTED] turnover rent, whichever is the greatest.
2. Lease in duplicate with Commissioners of Public Works in Ireland for 20 years in respect of office accommodation within the National Train Control Centre, Heuston Station at a rent of [REDACTED] per annum. The accommodation will be used by An Garda Síochána as a Traffic and Emergency Services Control Centre. Also, a licence for 20 years in respect of 29 car parking spaces at Heuston Station at a fee of [REDACTED] per annum per space for use of the An Garda Síochána.
3. Agreement in duplicate with Westmeath County Council to construct a new pedestrian/cycle overbridge at 49 miles 1028 yards on the Dublin – Sligo railway line. The scheme will be publicly funded at the agreed nominal sum of [REDACTED] and a further [REDACTED] payable in respect of legal and administration fees.
4. Deed of Surrender with Kingscourt Community Development Association Limited at Kingscourt Railway Station Cavan for the consideration of [REDACTED]. A new lease has been granted to Cavan County Council.
5. Deed of Variation with KSG Ltd T/A Pulse Deli to reduce the rent by [REDACTED] from [REDACTED] per annum to [REDACTED] per annum from 1st September 2022 and bring the lease expiry from 2028 to 30th April 2023. This is to facilitate the withdrawal of KSG and a new letting to Pret-A-Manger.
6. Agreement and Closure Agreement in duplicate with [REDACTED], [REDACTED] and [REDACTED] to pay [REDACTED] to [REDACTED] comprising of [REDACTED] payment and [REDACTED] allowance for legal costs, contingencies and civil works to close field level crossing XT068.
7. Closure Agreement in duplicate with [REDACTED] to close Level Crossing XX008 on the Manulla Junction to Ballina Line at a cost of [REDACTED], including reasonable legal costs.
8. Licence in duplicate with O'Flynn Construction (Carbray) Unlimited Company for CIE property adjoining Bray Station for use as a green space and recreation on a 50 year licence at a fee of [REDACTED] per annum.
9. Lease in duplicate with Shannon Transport and Warehousing Company T/A STL Logistics for 2 years in respect of a portion of the North Esk Freight Yard at a rent of [REDACTED] per annum.

Company Secretary
Iarnród Éireann
18th January 2023

TRANSACTIONS FOR APPROVAL AND SEALING

Signing only

1. Licence in duplicate with [REDACTED] for 1 year to trade from a mobile coffee trailer at Dunboyne Station at a licence fee of [REDACTED] per annum plus VAT.
2. Licence in duplicate with [REDACTED] and [REDACTED] for plot of land at rear of 15 Ailesbury Park, Ballsbridge, for private recreational purposes at a fee of [REDACTED] per annum.
3. Licence in duplicate with Wexford County Council to install an access road, a surface water sewer and 3 bores to lands at Level Crossing XR162, located between 5 miles 780 yards to 5 miles 880 yards in the Parish of Saint Michaels of Feagh, Wexford for a period of 50 years at a fee of [REDACTED].
4. Licence in duplicate with Shannon Transport and Warehousing Company T/A STL Logistics for 8 months in respect of a portion of the North Esk Freight Yard at a fee of [REDACTED].

Company Secretary
Iarnród Éireann
18th January 2023

TRANSACTIONS FOR APPROVAL AND SEALING

Signed since the last meeting and to be ratified:

1. Variation Agreement (No. 17) to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Mullingar OBG65, Mullingar UBG70, Roscrea XN006, Tipperary OBL34, Tipperary UBL65, Tipperary UBL69, Redcross OBR179, Redcross XR031, Redcross XR033, Redcross XR039, Redcross APRD-036-0300 (Mackey's PW Access Point), Tipperary MP-HN2CK-109.814 (Near APCD-109-0952).
2. Variation Agreement (No. 18) to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Waterford UBL186, Waterford UBKW105, Dunboyne XG012, Dunboyne OBG23, Rathmore XT059, Rathmore XT061, Roscrea OBN24, Longford OBS469, Rathmore OBT37, Rathmore OBT39, Rathmore OBT43, Rathmore OBT51, Rathmore XT054, Rathmore XT086.
3. Variation Agreement (No. 19) to Master Licence Agreement with NBI Infrastructure DAC in relation to track crossings broadband infrastructure, Redcross UBR174, Redcross UBR163, Redcross MP-SJ2WX-27,1600 (Near OBR159A), Rathmore OBT35, Carrick on Shannon UBS536.

Company Secretary
Iarnród Éireann
18th January 2023