



Minutes of Special Board Meeting

Held on Tuesday 7th November 2017

At 10am in NTA Offices

Present: Ms Anne Graham (CEO), Mr Hugh Creegan (Deputy CEO), Mr Owen Keegan (CEO, Dublin City Council)

Participating by telephone: Ms Fiona Ross, Mr Pat Mangan, Ms Ann Fitzgerald, Dr Berna Grist, Ms Linda Saunders, Mr Frank O'Connor

Apologies: Ms Sineád Walsh, Mr Frank Gleeson

Staff in attendance: Mr Philip L'Estrange, Director, Finance & Corporate Services / Board Secretary; Ms Siobhan O'Mahoney, Public Transport Contracts Division Manager and Mr Nick Ashe, Seconded; Mr Karl Seeber (Minutes).

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As the position of NTA Chairperson is vacant, the Board, having regard to section 16(3)(b) of the Dublin Transport Authority Act 2008, decided that the meeting should be chaired by Ms Fiona Ross.

Ms Ross noted that the sole purpose of the special meeting was to consider the outcome of the competition for the provision of certain bus services in Waterford City.

Following discussion the Board agreed to:-

- (a) identify Bus Éireann as the Preferred Tenderer in respect of the competition for the provision of bus services on 5 routes in Waterford City (the "**Tendered Services**");
- (b) enter into a letter of intent with Bus Éireann in relation to the intention of the Authority to enter into a contract in connection with the provision of the Tendered Services; and
- (c) enter into the contract with Bus Éireann in connection with the provision by it of the Tendered Services,

(collectively, the "**Transaction**") and to:

(i) authorise the Chief Executive to do all things, and to take all steps necessary or desirable in her [or his] opinion, to conclude the Transaction, including, without limitation, to agree and approve the final terms of all documents in connection with the Transaction (the "**Transaction Documents**");

(ii) to execute and deliver, upon behalf of the Authority and in its name or otherwise, the Transaction Documents and any other related documents, waivers, guarantees, indemnities, letters, deeds, instruments or certificates of whatsoever nature as are (in the opinion of the Chief Executive required or desirable in connection with, pursuant to, or in relation to, the Transaction (with such opinion or approval to be evidenced conclusively by the execution and delivery of the Transaction Documents and such other documents, waivers, guarantees, indemnities, letters, deeds, instruments and certificates); and

(iii) authorise the authentication by the Chief Executive of the affixing of the seal of the Authority to such documents as the Chief Executive may determine in connection with the Transaction.

Signed: _____
Chairperson

Dated: _____