



Minutes of Board Meeting

Held on Friday 16 November 2018

At 10.30am in NTA Offices

Present: Mr Fred Barry (Chairperson), Ms Anne Graham (CEO), Mr Hugh Creegan (Deputy CEO), Mr Pat Mangan, Ms Sineád Walsh, Mr Owen Keegan (CEO, Dublin City Council), Dr Berna Grist, Mr Frank O'Connor, Ms Ann Fitzgerald, Mr Kevin Kelly.

Apologies: None.

Staff in attendance: Mr Tim Gaston, Director, Public Transport Services; Mr Philip L'Estrange, Director, Finance & Corporate Services / Board Secretary; Mr Stephen Gallagher, Head of Finance (Agenda Item 5a); Mr Noel Beecher, Head of Corporate Governance, Mr Gerard O'Brien, Risk Manager (Item 5a and 5b); Mr Jeremy Ryan, Head of Public Transport Contracts, Mr Michael Warnock Smith, Head of Public Transport Regulation (Items 7 and 8); Mr Karl Seeber (Minutes).

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1. Declarations of Interest

The Chairperson indicated that he would be absenting himself from the discussion on Agenda Item 6 due to a conflict of interest. It was agreed that Mr Creegan would chair the discussion on that item in his absence.

2. Minutes of previous meeting

The draft minutes of the Board meeting on 19 October 2018 were approved without amendment.

3. Matters Arising

The Chairperson noted that the Department of Transport, Tourism and Sport is still in the process of making arrangements for the filling of vacancies on the NTA Board. Accordingly, he indicated that it is unlikely that the vacancies will be filled until next year.

He indicated that a presentation on the use of transport modelling by the NTA will be made to the Board in early 2019 and noted that the issue of low emission buses is due for consideration by the Board during Q1 of 2019.

4. CEO Report

The Chief Executive outlined developments since the last meeting and responded to issues raised by Board members. The principal matters covered included:-

- Staffing, staff accommodation and administrative budget issues;
- Status of a legal case on a public transport regulation matter;

- Publication by the Oireachtas Transport Committee of a report on public transport for people with disabilities;
- Progress on the recruitment by the NTA of a transport accessibility manager;
- Update on the recent launch of the BusConnects Core Bus Corridors project, which is being undertaken in three phases over the next six months, and the need for a Board decision in due course on the appropriate implementation arrangements;
- Current unavailability of rail fleet to meet the growth in passenger numbers at peak travel periods and options under consideration to acquire some second-hand rolling stock pending the planned delivery of new rolling stock;
- Status of the Rail Review;
- Suspension of consultations on the draft Cork Transport Strategy in order to address concerns expressed by local authorities in Cork regarding the exclusion of the Cork Northern Ring Road from the draft Strategy;
- Successful roll-out of second tranche of bus services being provided by Go Ahead. The next tranche of services will transfer to the Company on 2 December next;
- Update on timetable changes to DART and commuter rail services including plans for the NTA to engage independent specialist advice on the suitability of the new timetables.

5. Finance & Corporate Governance

- a. Mr Gallagher outlined the main features of the management accounts for October and progress against budget and responded to questions from Board members. He indicated that the draft Budget for 2019 would be presented to the Board at its next meeting.
- b. Mr Beecher outlined the main features of the risk management report. He noted that the Risk Appetite Policy has been circulated to NTA staff. He noted that the Strategic and Corporate Risk Registers will be updated during December. He advised that the NTA has met with the Department of Transport, Tourism and Sport on risk management issues, and that future meetings will occur on a quarterly basis. The Board warmly welcomed this important development. Mr Beecher concluded by outlining changes to the NTA's key risks since the last meeting and responding to questions from Board members.
- c. The Board reviewed the contents of the update on the NTA's Strategic Plan 2018 – 2022. The Chairperson noted that progress on the plan was broadly satisfactory. It was agreed that some changes to the format of the report should be considered including the addition of a summary. The Chief Executive and Mr Creegan responded to questions from Board members on specific items.
- d. The Board reviewed the contents of the draft Business Plan 2019 and raised a number of issues for consideration. In particular the Board agreed that the scope of the draft Plan should be based on the anticipated level of NTA staff and financial resources in 2019. It was agreed that the draft Plan should be re-submitted to the Board at its December meeting.
- e. The Board approved the re-appointment of Mr O'Connor as Chairperson of the Audit and Risk Committee for a further 3 year period.

6. Procurements

The Chairperson was not present for the discussion on this item. Following a presentation by Mr Creegan, the Board approved the award the contract for the provision of transport projects - technical advisory services to Jacobs, for a period of three years and with an option to extend the Contract, at the NTA's discretion, for a further year.

7. Direct Award to Dublin Bus and Bus Éireann

The Chief Executive made a presentation outlining the relevant statutory requirements in respect of direct award contracts with Dublin Bus and Bus Éireann, the proposals put forward for public consultation, the reasoning behind those proposals and the proposed decisions now being put forward for adoption by the Board. The Chief Executive provided then responded to questions from Board members.

Following discussion, the Board approved the proposal to directly award a Public Bus Service Contract to Dublin Bus in 2019 subject to some amendments to the draft decision text presented to the Board. The Board also approved the proposal to directly award a Public Bus Service Contract to Bus Éireann in 2019 subject to some amendments to the draft text presented to the Board. A proposal to defer the award of that contract was not approved. The agreed texts of the decisions are set out in Appendix 1 (Dublin Bus) and Appendix 2 (Bus Éireann).

The Board commended Mr Ryan and his colleagues for their painstaking work on this major work programme.

8. Fees for licences for the provision of public bus passenger services

Mr Warnock Smith noted that the current licence fees charged by the NTA to bus operators for the licensing of commercial bus services have remained unchanged since 2010 when the NTA took over the function. He also noted that the fees charged only cover a small portion of the costs involved in administering the licensing system and highlighted an imbalance in the current fees structure.

As a result, the NTA had developed a number of options for a revised fee structure in order to address those issues and had undertaken a public consultation in the matter earlier in 2018. Mr Warnock Smith summarised the options and the outcome of the public consultation, which had elicited a small number of responses.

Following discussion the Board approved the recommendations set out in the document presented to it.

9. Liffey Cycle Scheme

Mr Creegan gave a presentation on the emerging preferred option for a dedicated cycle route between Heuston Station and O'Connell Bridge in Dublin, which has been developed by the NTA. He noted that the proposals have been forwarded to Dublin City Council for their consideration. Mr Creegan then addressed questions and points raised by Board members.

10. Marine Passenger Rights Update

The Chief Executive informed the Board that a submission has been received from Irish Ferries and is currently being examined by officials and the NTA's legal advisors.

11. Any other business

The Chief Executive circulated a document showing the distribution of outsourced services across the NTA.

In response to a Board member, Mr Creegan confirmed that the level of fines payable by operators of wheelchair accessible taxis and hackneys who are found guilty of unreasonable refusal to carry wheelchair passengers or guide dogs are currently under review.

In response to a Board member, Mr Creegan advised that the NTA does not have any role with regard to the regulation of “quad” bikes.

The Board noted the conclusion that there was no evidence of any breach of NTA personal data with regard to an issue one Board member experienced with their personal email account. However, the Chairperson took the opportunity to remind Board members of their responsibilities in respect of data protection and the procedures for dealing with a possible data breach. The Chairperson also noted that work is underway to acquire software for the management of Board meetings, which will further improve the security of Board documentation as well as the efficient and effective conduct of Board business.

Next Meeting: Friday 14 December 2018 @ 10.30am in NTA Offices.

Signed: _____
Chairperson

Dated: _____

APPENDIX 1

The National Transport Authority in exercise of the powers conferred on it by the Dublin Transport Authority Act 2008, as amended, having considered:

- the proposal, as set out in the Consultation Paper together with the supporting documents published on 2nd October 2018, on a new Direct Award Public Bus Services Contract to Dublin Bus to commence on 1st December 2019;
- the public submissions received in relation to this proposal, including from users of the services in question;
- the views of Dublin Bus, the operator of the direct award contract in question;
- that it had been previously satisfied (as required by section 52(6) in connection with its entry into of the Direct Award contract with Dublin Bus due to expire in November 2019) in relation to the continued adequacy of the public bus services being provided under such contract being guaranteed in the general economic interest by such entry;
- section 52(5), Dublin Transport Authority Act 2008 and the power conferred on the Authority to make alterations to elements of the direct award contract relating to the provision of services, following consultations with the relevant operator;
- the general objectives -of the Authority which it is obliged to seek to achieve (in accordance with section 10 of the Act), including but not limited to:
 - the development of an integrated transport system which contributes to environmental sustainability and social cohesion and promotes economic progress,
 - the provision of a well-functioning, attractive, integrated and safe public transport system for all users,
 - improved access to the transport system and, in particular, to public passenger transport services by persons with disabilities,
 - increased use of the public transport system,
 - regulated competition in the provision of licensed public bus passenger services in the public interest,
 - value for money,
- the strategic importance of the public bus system for both regional and national economic performance and social cohesion and the role of the Direct Award contracts in protecting the continued adequacy of the public bus passenger services in the general economic interest,

has decided and determined that:

1. it is satisfied that that the continued adequacy of the public bus services to which the direct award contract relates can only be guaranteed in the general economic interest by entering into a subsequent direct award contract for the following reasons:
 - a. the NTA proposal to:
 - i. achieve a significant change in the design and operation of the bus network in Dublin as part of the BusConnects programme; and

- ii. to carry out significant work on the bus corridors from , provisionally,2020 onwards, and
 - iii. the need in either case for the Authority to have a right of alteration of the elements of service to be provided under the relevant public transport services contract for the ongoing delivery of the services, with minimum disruption to such services and thereby to allow it to require changes to the contract to maintain the adequacy of such public bus services;
 - b. the current performance levels of Dublin Bus which are satisfactory to the Authority;
 - c. the Authority is in the process of obtaining historic information in relation to the tendered services so that it may be able to carry out a comparative assessment (whether as regards performance or otherwise) between the direct award contract and that other public transport services contract;
2. the Authority shall enter into a direct award contract (the “**2019 direct award contract**”) in accordance with section 52(6) of the Act to Dublin Bus; and
3. the Chief Executive Officer is:
 - a. to conclude the 2019 direct award contract on behalf of the Authority, including settling the terms of the 2019 direct award contract; and
 - b. without prejudice to the generality of (a), if necessary in her opinion to reflect customer needs and trends, to modify the routes that are the subject of the 2019 direct award contract or a particular element of the 2019 direct award contract; and
4. the resolution at 3 is without prejudice to the powers of the Chief Executive pursuant to section 19 of the Act, and to the extent required is to be construed as the conferral of an “other function” on the Chief Executive for the purposes of section 19(2) of the Act.

APPENDIX 2

The National Transport Authority in exercise of the powers conferred on it by the Dublin Transport Authority Act 2008, as amended, having considered:

- the proposal, as set out in the Consultation Paper together with the supporting documents published on 2nd October 2018 on a new Direct Award Public Bus Services Contract to Bus Éireann to commence on 1st December 2018 and the removal of up to 5% in 2021 following a competitive tender competition;
- the public submissions received in relation to this proposal, including from users of the services in question;
- the views of Bus Éireann, the operator of the direct award contract in question;
- that it had been previously satisfied (as required by section 52(6) in connection with its entry into the Direct Award contract with Dublin Bus due to expire in November 2019) in relation to the continued adequacy of the public bus services being provided under such contract being guaranteed in the general economic interest by such entry;
- section 52(5), Dublin Transport Authority Act 2008 and the power conferred on the Authority to make alterations to elements of the direct award contract relating to the provision of services, following consultations with the relevant operator;
- the general objectives -of the Authority which it is obliged to seek to achieve (in accordance with section 10 of the Act), including but not limited to:
 - the development of an integrated transport system which contributes to environmental sustainability and social cohesion and promotes economic progress,
 - the provision of a well-functioning, attractive, integrated and safe public transport system for all users,
 - improved access to the transport system and, in particular, to public passenger transport services by persons with disabilities,
 - increased use of the public transport system,
 - regulated competition in the provision of licensed public bus passenger services in the public interest,
 - value for money,
- the strategic importance of the public bus system for both regional and national economic performance and social cohesion and the role of the Direct Award contracts in protecting the continued adequacy of the public bus passenger services in the general economic interest,

has decided and determined that:

5. it is satisfied that that the continued adequacy of the public bus services to which the direct award contract relates can only be guaranteed in the general economic interest by entering into a subsequent direct award contract; for the following reasons:
 - a. the NTA proposal to significantly change the bus networks in the regional cities as part of the BusConnects programme; and

- b. the need for the Authority to have a right of alteration of the elements of service to be provided under the relevant public transport services contract for the ongoing delivery of the services, with minimum disruption to such services and thereby to allow it to require changes to the contract to maintain the adequacy of such public bus services;
 - c. the improving performance levels of Bus Éireann;
 - d. the Authority is in the process of obtaining historic information in relation to the tendered services so that it may be able to carry out a comparative assessment (whether as regards performance or otherwise) between the direct award contract and that other public transport services contract;
 - e. to retain competitive tension to encourage continued performance improvement;
6. the Authority shall enter into a direct award contract (the “**2019 direct award contract**”) in accordance with section 52(6) of the Act to Bus Éireann;
7. the 2019 direct award contract to Bus Éireann will consist of two elements:
 - a. the direct award of certain routes (the current list of which is specified in Table A1 and Table A2 of Schedule 1) for the five year period up to 30th November 2019; and
 - b. the removal from the direct award to Bus Éireann of certain routes (the current list of which is specified in Table A2 of Schedule 1) after a period not greater than two years. These routes are the 101,101X and 133 which are contained within Dublin Commuter area; and
8. the Chief Executive Officer is:
 - a. to conclude the 2019 direct award contract on behalf of the Authority, including settling the terms of the 2019 direct award contract; and
 - b. without prejudice to the generality of (a), if necessary in his opinion to reflect customer needs and trends, to modify the routes that are the subject of the 2019 direct award contract or a particular element of the 2019 direct award contract; and
9. the resolution at 4 is without prejudice to the powers of the Chief Executive pursuant to section 19 of the Act, and to the extent required is to be construed as the conferral of an “other function” on the Chief Executive for the purposes of section 19(2) of the Act.

In relation to the routes contemplated by Table A2 of Schedule 1, the Authority notes that its current intention is for such routes to be the subject of competitive tendering, with the aim of services being commenced in 2021.