

**NATIONAL PAEDIATRIC HOSPITAL DEVELOPMENT BOARD  
("NPHDB" or the "Board")**

**Minutes of the NPHDB Board Meeting held on 7 June 2017 from 16.00 to 18.25  
Herberton Boardroom, St. James Walk, Rialto, Dublin 8**

**Attendance (Board)**

Tom Costello (Chair)  
Tim Bouchier Hayes (Vice Chair)  
Anne Butler  
John Cole  
Brian Fitzgerald  
Karl Kent  
John Martin  
Paul Quinn  
Marguerite Sayers

**Apologies**

Lorcan Birthistle  
Liam Woods  
Prof. Hilary Hoey

**Attendance (Other)**

Norman Craig, Commercial Director  
Dr Emma Curtis, Medical Director  
Phelim Devine, Design Director  
Jim Farragher, Finance Officer  
Richard Fitzpatrick, Director Project Controls  
Fiona Mahon, Board Secretary  
John Pollock, Project Director  
Declan Holmes, Commercial Manager  
Michael Greene, Construction Manager  
Eilish Hardiman, CEO, Children's Hospital Group (for part of the meeting)

<b>Agenda No.</b>	<b>Specific Issues</b>	<b>Decisions</b>	<b>Action By</b>
<b>1</b>	<b>UPDATE FROM CHG</b>		
1.1		<ul style="list-style-type: none"> <li>An update was provided by Eilish Hardiman, CEO of CHG.</li> </ul>	Noted
<b>2</b>	<b>GOVERNANCE</b>		
2.1	<b>Quorum &amp; Chairman</b>	<ul style="list-style-type: none"> <li>It was noted that a quorum, being 5 Board Members, was present and the meeting proceeded to business.</li> </ul>	n/a
2.2	<b>Declarations of Interest or Conflicts</b>	<ul style="list-style-type: none"> <li>Following enquiry, it was noted that there were no new declarations of interest or conflicts to be declared.</li> </ul>	n/a
<b>3</b>	<b>PREVIOUS MINUTES</b>		
3.1	<b>Minutes of Previous Board Meeting</b>	<ul style="list-style-type: none"> <li>The Minutes of the previous meeting held on 3 May 2017 were approved and the Chairman was authorised to sign them.</li> </ul>	Approved
3.2	<b>Review of Matters arising</b>	<ul style="list-style-type: none"> <li>The Chairman reviewed the current actions on the action list.</li> <li>Updates were provided and noted on the Action List. The following actions were reviewed in additional detail.</li> </ul>	Noted  Noted

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		<ul style="list-style-type: none"> <li>• Action 45: The Chairman presented a proposed restructure of committees and their membership for the next phase of the project. The Chairman provided an overview of each committee and their remit and membership outlining areas which might need enhancement by the addition of new members with specific skills. Proposed new committees and their members were also discussed. It was agreed following discussion to circulate the proposed structure together with details of the arrangements for administrative support to the Board for review and comment. The Secretary reminded the Board that Terms of Reference ("<b>TORs</b>") for each committee would need to be reviewed and also prepared for the proposed new committees. She outlined the governance for that process suggesting that the Chair of each committee would lead a review of the TORs with the support of the Secretary, which should then be submitted to the Board for approval. It was also noted that there was a Board vacancy. The Board discussed the need for clear project controls, clarity of decision making and project milestones in addition to clear reporting on the budget.</li> <li>• The Board reviewed the structure of the NPH Executive and management team.</li> <li>• Action 46: The Secretary agreed to circulate the red line</li> </ul>	<p>Update to Action 45</p> <p>Action Number 48</p> <p>Action Number 49</p> <p>Noted</p> <p>Update to Action 46</p>

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		<p>version by email.</p> <ul style="list-style-type: none"> <li>Action 47: The Finance Manger advised that work was on-going on the new version of the finance reports and would be presented shortly to the Board.</li> </ul>	Update to Action 47
<b>4 SI REMIT</b>			
4.1	<b>Monthly Project Update</b>	<ul style="list-style-type: none"> <li>The Board noted the May 2017 Project Update, which had been circulated in advance. The Project Director provided further detail to the Board on the following specific matters:</li> </ul>	Noted
4.2	<b>Decanting</b>	<ul style="list-style-type: none"> <li>The Board noted that all phases of decant had been completed and the site has been handed over to the contractors. Following query from the Board an update on the archaeology survey was provided and noted that nothing of significance had been discovered. A discussion on the access roads took place.</li> </ul>	Noted
4.3	<b>Key milestones</b>	<ul style="list-style-type: none"> <li>Noted that the approval of the Equipping Business Case remained amber. Clarity required on who are the key stakeholders and timeline for approvals.</li> <li>The Tallaght ICT server was rated as red. Work was on-going to resolve the matter by Liam Woods &amp; HSE.</li> </ul>	Noted  Noted

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		<ul style="list-style-type: none"> <li>A letter of Intent had issued in relation to the contract signing which was also currently rated red. A meeting would take place shortly with BAM to discuss outstanding issues.</li> </ul>	Noted
4.4	<b>Procurement</b>	<ul style="list-style-type: none"> <li>The Director of Project Controls provided an overview of the status of the NCH and Satellite centre works contracts.</li> <li>Letter of Intent regarding the initial section of the Phase A works issued at the end of May and work was on-going to manage these initial works.</li> <li>The Standstill period for the satellite centres electrical works contract has expired and the team were beginning the process of engaging the preferred contractor. Subject to finalising Tallaght ICT issue the proposal is to commence construction works early August.</li> <li>HTM Consulting were being appointed to provide MES advisory and procurement services and may need to be supported by EY on MES Business Case.</li> <li>Lift works tender submissions are due back early June with evaluation to commence thereafter. The Procurement sub-committee will then make their recommendation to the Board for approval.</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

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		<ul style="list-style-type: none"> <li>The appointment of the Standing Conciliator and Independent Expert is on-going and is anticipated to complete in advance of the signing of the contract for works.</li> <li>The procurement sub-committee minutes dated 24 May 2017 were noted.</li> </ul>	<p>Noted</p> <p>Noted</p>
4.5	<b>Construction</b>	<ul style="list-style-type: none"> <li>Executive to present at August Board Meeting the plan for Project Controls through the Construction phase of the project. This is to be discussed and agreed with newly formed Construction Committee in advance.</li> </ul>	Action Point 52
5	<b>Design</b>	<ul style="list-style-type: none"> <li>The Design Director provided an update to the board.</li> <li>The Board noted that fire certificates for the utility tunnel and the min project have now been granted by DCC. Conditions were attached to the utility tunnel which require design changes. The fire cert for the building include conditions which had not been expected and would require GMP changes. The Board discussed the conditions and noted that an appeal had been made, which was being supported by the HSE. The potential cost of the changes were not yet known but was estimated to be significant. It was agreed that a short note would be provided to the Chairman who would arrange to meet with the city manager to discuss the matter. The team are</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Action 50</p>

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		<p>now designing for the worst case scenario investigation for any possible cost offsets.</p> <ul style="list-style-type: none"> <li>• The concourse design had been agreed, subject to the fire cert conditions which would potentially affect the design. The Chairman suggested that a presentation on the concourse design be provided to the Board at the next meeting.</li> <li>• Consideration to be given to an independent peer review of M&amp;E design.</li> </ul>	<p>Action 51</p> <p>Noted</p>
6	<b>Financial Results for April 2017</b>	<ul style="list-style-type: none"> <li>• The Board noted the financial results for April 2017.</li> <li>• It was noted that the C&amp;AG audit had concluded and some final matters were currently being closed out.</li> <li>• Payment processes were in the process of being reviewed to allow for efficient and timely payment of construction and related invoices.</li> <li>• Actual Costs for the month were €2.05m under budget. The Board reviewed the costs that were over plan and costs that were reported as coming in under plan, noting that the variances were a result of timing of expenditure and program execution.</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

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		<ul style="list-style-type: none"> <li>• The Board reviewed April 2017 payments totalling €1.882m.</li> <li>• The details of the Purchase Orders for April 2017 were also noted.</li> <li>• The scope of an ICT Disaster Recovery tender is being prepared. The Board briefly discussed Cyber risks and its effects.</li> <li>• The cash forecast will be reviewed and updated to reflect the project activity, including the finalisation of construction contract.</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
7	<b>Finance Sub-Committee Update</b>	<ul style="list-style-type: none"> <li>• The chair of the Finance Committee provided a summary of discussions at the meeting, including change order log was approved.</li> <li>• It was noted that the construction management team were drafting templates for monthly cost reporting, which the Board agreed was critical for effective oversight of the project.</li> <li>• The Board discussed the design contract and related fees. Discussions were on-going in relation to the matter.</li> <li>• The Finance Sub-Committee Minutes dated 31 May 2017 were noted.</li> </ul>	<p>Approved</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>




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8	<b>Audit and Risk Committee Update</b>	<ul style="list-style-type: none"> <li>• The chair of the Audit and Risk Committee provided a summary of discussions at the meeting.</li> <li>• A board self-evaluation questionnaire had been reviewed which would be finalised and circulated to board members for completion. This would be an online confidential questionnaire format.</li> <li>• A skills matrix had also been reviewed by the committee and would also be circulated for completion by each Board member.</li> <li>• The aim was that a report on the outcomes from both the evaluation and matrix would be provided at the September Board meeting.</li> <li>• The committee had also discussed software for the secure circulation of board papers. A demonstration would be provided to the executive.</li> <li>• A register for unresolved matters has been created but had no entries in it at present.</li> <li>• The 2016 Chairman's letter to the minister was reviewed and approved.</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

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		<ul style="list-style-type: none"> <li>• The Protected Disclosures Policy had been circulated to the Board for review and comment. It was noted that this would replace the former Whistle-blowers policy. The Board discussed the policy and noted that protected disclosures would now be made to the Chair of the Audit and Risk Committee rather than to the Project Director. Following discussion, the Board approved the Protected Disclosures Policy, on the recommendation of the committee.</li> <li>• An update on the committee discussions on the reports from the Internal Audit team at Deloitte on Contract management and Stakeholder Engagement was provided to the Board.</li> <li>• The Board noted that the DoH approval of two salaries needed to be resolved.</li> <li>• The Minutes of the committee meeting held on 31 May 2017 were noted.</li> </ul>	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>
9	<b>Minutes</b>	<ul style="list-style-type: none"> <li>• The HTEG Committee Minutes of the meeting held on 8 May 2017 were noted.</li> </ul>	Noted
10	<b>Correspondence</b>	<ul style="list-style-type: none"> <li>• The Board noted the correspondence received since the last meeting.</li> </ul>	Noted

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11	Any other business	<ul style="list-style-type: none"> <li>The Board received an update on the recent meeting with An Board Pleanála in relation to possible design changes.</li> </ul>	Noted

**Next meeting: 5 July 2017 in the Boardroom, Herberton, St. James Walk, Rialto, Dublin 8 at 16.00hrs.**

  
~~Tom Costello~~ Timothy Zachary Hayes  
 Vice Chair

5 July 2017