

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

**Minutes of the NPHDB Board Meeting held on 6 December 2017
from 16.00 to 18.30
Herberton Boardroom, St. James Walk, Rialto, Dublin 8**

Attendance (Board)

Tom Costello (Chairman)
Tim Bouchier-Hayes
Anne Butler
Brian Fitzgerald
Prof. Hilary Hoey
Karl Kent
John Martin
Marguerite Sayers
Lorcan Birthistle
Paul Quinn

Apologies

Liam Woods
John Cole

Attendance (Other)

Norman Craig, Commercial Advisor
Dr Emma Curtis, Medical Director
Phelim Devine, Design Director
Jim Farragher, Finance Officer
Richard Fitzpatrick, Director Project Controls
Vivienne Feaheny, On behalf of The Secretarial
Company Limited –
Board Secretary
Fidelma Burke, On behalf of The Secretarial
Company Limited –
Board Secretary
John Pollock, Project Director
Michael Greene, Construction Director

Apologies

Declan Homes, Commercial Director

Agenda No.	Specific Issues/Decisions	Action By
1	GOVERNANCE	
1.1	Quorum & Chairman	
	<ul style="list-style-type: none"> It was noted that a quorum, being 5 Board Members, was present and the Meeting proceeded to business. 	N/A
	<ul style="list-style-type: none"> Tom Costello was appointed to chair the Meeting. 	N/A
2	DECLARATIONS OF INTEREST OR CONFLICTS	
	<ul style="list-style-type: none"> Following enquiry, it was noted that there were no new declarations of interest or conflicts to be declared. 	Noted
3	PREVIOUS MINUTES	
3.1	Minutes of Previous Board Meeting	
	<ul style="list-style-type: none"> The Minutes of the previous Meeting held on 1 November 2017 were approved and Tom Costello was authorised to sign them. 	Approved
3.2	Review of Matters arising	
	<ul style="list-style-type: none"> The Chairman reviewed the current actions on the action list. Updates were provided and noted on the action list. The following actions were reviewed in additional detail. Action 60: the results of the Board skills review and self-evaluation survey had been circulated and presented at the Meeting. The Board agreed that a suitable external Facilitator (possibly newly appointed Internal Auditors) and a service scope for a separate Board workshop to consider outcomes from Board Self Evaluation. Action 61: Benchmarking visits took place to various buildings in Dublin on 4 December 2017. Action 65: it was noted that the Chairman would provide an update after the workshop under Action item 60. Action 66: Preparation and submission of the amendment of the fire cert application to DCC to be submitted in April 2018. 	<p>Noted</p> <p>Update to Action 60</p> <p>Update to Action 61</p> <p>Update to Action 65</p> <p>Update to Action 66</p>

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	<ul style="list-style-type: none"> Action 69: Risk registers were to be tabled at next Meeting of each Committee 	
4	SI REMIT	
4.1	Monthly Project Update	
	<ul style="list-style-type: none"> It was noted that art submissions for the development had been made and 7 shortlisted. Marie Grehan gave a presentation to the board of the shortlisting's and said the quality of submissions had been generally very good. The Board noted the rigorous viability tests that the shortlisted art work would have to go through in order to be commissioned. The Board noted the November 2017 Project Update, which had been circulated in advance. The Project Director provided further detail to the Board on the following specific matters: The European Investment Bank ("EIB") had agreed to provide loans in the amount of €490 million for the part-financing of the construction of the New Children's Hospital and two Paediatric Outpatient and Urgent Care Centres in Dublin The loan documentation with the EIB consisted of two documents which include a Finance Contract with the National Treasury Management Agency and a Project Completion Deed to be signed with NPHDB, DOH and the HSE. The President and Vice President of the EIB would be in Dublin on 8 December to meet with the Taoiseach, Minister for Finance and Minister for Health for the official public announcement. BAM were scheduled to take full possession of the HSE Davitt Road site to facilitate the main construction works in February 2018 All aspergillus works at both Connolly & Tallaght site were now completed. 	<p>Action number 67 & Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

Agenda No.	Specific Issues/Decisions	Action By
	<ul style="list-style-type: none"> A second Meeting with Children’s Hospital Programme and Project Board (CHPP), Department of Health, HSE, CHGB and NPHDB is scheduled for 13 December 2017 with a view to discuss the overall funding for the project including a backstop/contingency plan 	Noted
<i>(i) Construction Update</i>		
	<ul style="list-style-type: none"> A construction High Potential Near Miss Incident took place on site when a pile auger pulled on a redundant cable connected into the Utility Tunnel causing damage. The final report would be available shortly. The Construction Director provided an update on progress of the main construction works since the last Board Meeting which centred on: (a) piling and (b) neighbours (a) Piling: the works are now progressing well and ahead of KPI. The Utility Tunnel Contiguous piling is complete and the Utility Tunnel construction has started. Preparation work is now underway for the Drimnagh Sewer tunnelling. (b) Neighbours: The Utility Tunnel piling works opposite O’Reilly Avenue are substantially complete. Piling adjacent to Cameron Square will shortly start. There are trigger values with noise being breached and BAM has enhanced its alert and management systems. This appears to be under control and the dust on the South Circular Road is problematic but additional monitoring has been put in place to resolve. A ‘Construction Dash Board Report’ dated November 2017 was circulated to the Board. This included various KPI’s related to Health & Safety, Environmental, Earthworks, Piling, Design Packages etc. It was noted that there was 27,110 man hours on site in November, with an average number of 110 personnel on site with two health and safety incidents on site. It was noted that the utility tunnel piling directly opposite ORA was complete. It was also noted that noise levels were being monitored on a 24 hour basis and this appears to be under control. 	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

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<i>(ii) Backstop/Contingency Plan</i>		
	<ul style="list-style-type: none"> A Capital Budget Backstop/Contingency Plan draft report was presented to the Meeting, copies of which were circulated to the Board members. It was recommended by the Board that the backstop plan not be implemented & early discussions with DoH to take place to discuss overall funding. 	Noted
4.2 Finance		
<i>(i) Financial Results October 2017</i>		
	<ul style="list-style-type: none"> A report of the financial results for October 2017 was presented to the Meeting, copies of which had been circulated to the Board in advance. It was reported that actual costs for October 2017 were €7.8 million under re-forecasted costs, which was mainly attributable to Construction costs and Design Team fees. It was further reported that payments for October 2017 totalled €12.3 million. The Board noted the purchase orders raised in October 2017 as contained within the report 	Noted Noted & Approved
<i>(ii) Finance Update and Sub-Committee Minutes</i>		
	<ul style="list-style-type: none"> The minutes of the Finance Sub-Committee Meeting held on 29 November 2017 were presented to the Meeting, copies of which had been circulated to the Board in advance. The Board noted the update provided in relation to the: (i) approved Change Orders (ii) Design Team fees (iii) Costs Reporting and (iv) Cash flow. The following Change Orders, presented to the Finance Committee were noted by the Board: 203 and 204. The Board noted that the Purchase Order for Atkins, Independent Technical Advisor for the Residents, which was previously approved by the committee, was in excess of amount previously reported. This excess was approved. 	Noted Noted Noted & Approved

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	<ul style="list-style-type: none"> • Tim Bouchier-Hayes temporarily left the Meeting. • The Board were provided with an update in relation to the legal fees estimate provided in relation to the legal procurement & construction contracts services provided to the Board. It was noted that a proposed fee settlement was presented to the committee. More detailed breakdown & analysis to be provided at next Finance Committee Meeting and will be discussed at January Board meeting. • Tim Bouchier-Hayes returned to the Meeting. • A financial update was presented to the Board in relation to the GMP process & Timeline. It was noted that there were some concerns in relation to the completeness of the packages. The executive are monitoring the situation for any gaps in information. 	<p>Noted</p> <p>Action number 68 & Noted</p> <p>Noted</p> <p>Noted</p>
<p>4.3 Audit & Risk Update</p>		
	<ul style="list-style-type: none"> • The minutes of the Audit & Risk Sub-Committee Meeting held on 29 November 2017 were presented to the Meeting, copies of which had been circulated to the Board in advance. • It was noted that the Human Rights & Equality Policy of the Board had been amended to refer to direct staff only and the matter is now closed. • It was noted that the sanction of salary has now been obtained from the Department of Health in relation to the salary that was not complying with public pay. Legal advice on recruitment has been obtained and it is with the Department of Health for their review. • It was reported to the Board that Mazars presented on their Internal Audit Plan including proposed timings and potential audit items. • It was further reported that a review of the project priorities is required which includes executive structures, roles and governance. • The Board received the revised Code of Governance Manual 	<p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p> <p>Noted</p>

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	<p>which was presented to the Audit & Risk Sub-Committee at its Meeting on 29 November 2017 and it was resolved that a training session will be conducted with respect to the Manual.</p>	<p>Noted</p>
<p>5</p>	<p>ANY OTHER BUSINESS</p> <p>APPROVAL OF PROJECT COMPLETION DEED</p>	
<p>5.1</p>	<p>The Chairperson presented to the Meeting for consideration and, if thought fit, approval a Project Completion Deed (the "PC Deed") between The Minister of Health of Ireland, Simon Harris, of Hawkins House, Hawkins St, Dublin 2, D02 VW90, Ireland (the "Promoter" or "Minister") of the first part, and The Health Service Executive, having its office at Oak House, Millennium Park, Naas, County Kildare, Ireland (the "Funder" or "HSE") of the second part, and The National Paediatric Hospital Development Board (the "NPHDB") having its office at Block A, Herberton, St James Walk, Rialto, Dublin 8 (the "Provider") of the third part and The European Investment Bank having its seat at 100 boulevard Konrad Adenauer, Luxembourg, L-2950 Luxembourg (the "Bank") of the fourth part subject to the terms and conditions contained therein.</p>	<p>Noted</p>
<p>5.2</p>	<p>And after due and careful consideration, IT WAS RESOLVED that it was in the best interest of NPHDB to enter into the PC Deed, under the terms and conditions as presented to the Meeting. IT WAS FURTHER RESOLVED that (a) Mr Tom Costello and (b) an officer (either John Pollock or Jim Farragher) of the NPHDB, duly authorised to act in that behalf, be authorised to sign the PC Deed on behalf of NPHDB and the affixation of the NPHDB seal be and is hereby approved, confirmed and ratified.</p>	<p>Noted & Approved</p>

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6	BOARD SUPPORTING DOCUMENTATION	
	<ul style="list-style-type: none"> • Draft minutes of the Design Sub-Committee Meeting held on 1 November 2017 were noted. 	Noted
	<ul style="list-style-type: none"> • Draft minutes of the Construction Sub-Committee Meeting held on 29 November 2017 were noted. 	Noted
	<ul style="list-style-type: none"> • Draft minutes of the Meeting of the Dublin 8 Urban Regeneration Joint Working Group held on 7 November 2017 were noted. 	Noted
	<ul style="list-style-type: none"> • Minutes of the Joint Equipping Working Group (HTEG) Meeting held on 6 November 2017 were noted. 	Noted
	<ul style="list-style-type: none"> • Minutes of the Children's Hospital Programme & Project (CHP&P) Steering Group Meeting held on 20 October 2017 were noted. 	Noted

Next Meeting:

10 January 2018 in the Boardroom, Herberton, St. James Walk, Rialto, Dublin 8 at 16.00hrs.



Tom Costello
Chair