

## Land Development Agency

### Board Meeting of 28<sup>th</sup> January 2019

#### Minutes of Meeting

<b>Date</b>	28 <sup>th</sup> January 2019
<b>Venue</b>	22 Merrion Square, Dublin
<b>Time</b>	12pm
<b>Chairman</b>	John Moran
<b>Other Board Members</b>	John Coleman, Michael Stone, Tim Bouchier Hayes, Conn Murray, Caroline Timmons, Clare Costello, John O'Connor, Michelle Norris
<b>Attendees</b>	Part Attendance: Minister Eoghan Murphy, John McCarthy (DHPLG), George Burke (Dept of Taoiseach), Maria Graham (DHPLG), Jack O'Donnell (DHPLG), Jennifer Carroll MacNeil (DHPLG), Niall Cussen (DHPLG), and Tom Dunne (DIT)  Full Attendance: Barry O'Brien (LDA), Phelim O'Neill (LDA), Ciara Galvin (Housing Agency), Catriona Lawlor (Housing Agency)
<b>Minute Taker</b>	Ciara Galvin (Housing Agency)

No	Item	Action
<b>1</b>	<b>Board Preliminaries</b>	
<b>1a</b>	<p><b>Interim Chairman's Opening Comments</b> The Chairman welcomed Minister Murphy to the first meeting of the Land Development Agency (LDA).</p> <p>The Chairman gave his opening remarks highlighting the importance of the formation of the LDA to the land and housing market in Ireland.</p>	
<b>1b</b>	<p><b>Minister Murphy</b> Minister Murphy addressed the Board, outlining the importance of the LDA in helping to relieve the current housing supply issues and providing a solid foundation for housing delivery over the long-term.</p> <p>The Minister thanked the Board members for accepting their roles.</p> <p>The Minister commended his advisors, department staff and the LDA team on the progress made to date.</p>	
<b>1c</b>	<p><b>Introduction of Board Members</b> The Board members introduced themselves, their backgrounds and their initial views on key focus areas for the LDA.</p> <p>The Chairman thanked the Minister for addressing the Board and welcomed continued engagement between the Minister and the Board.</p>	

	The Minister and Jack O’ Donnell then left the meeting.	
<b>1d</b>	<b>Disclosure of Interests</b>  The Chairman requested the Board members to declare any conflicts of interest. None were reported.	
<b>2.</b>	<b>Market Expert/ Guest Speaker – Tom Dunne, DIT</b>  Tom Dunne joined the meeting and presented to the Board on the subject of “Land Access and housing options: what are the structural deficiencies in Irish housing market and how can the LDA help fix them”  Tom Dunne left the meeting after his presentation. A discussion followed where Minister’s advisor and Department Officials outlined their key areas of interest, including bridging the gap for those caught between not qualifying for social housing but being unable to afford private housing, coherent plan-led development, maximising the use of state land assets, and proactive engagement with stakeholders.  The Minister’s advisor and Department officials left the meeting.	
<b>3.</b>	<b>LDA – Progress to date and draft strategy – John Coleman</b>	
<b>3a, 3b and 3c</b>	<b>Strategy</b>  The interim CEO presented an outline in respect of the initial strategic direction of the LDA. This proposed three strategic pillars of the LDA: <ul style="list-style-type: none"> <li>i. Increasing land availability:</li> <li>ii. Changing Ireland’s housing choices: and</li> <li>iii. Becoming a National Champion in the areas of Innovation and Sustainable Development</li> </ul> A discussion amongst the board members followed the interim CEO’s presentation.  The member’s highlighted a number of key areas, including the need to prioritise the promotion of affordable housing delivery, and to focus on the national brief of the LDA (not just Dublin).  It was agreed that the LDA should prioritise and develop strategies for core locations, i.e. the main cities in Ireland.  The importance of setting challenging but realistic targets was noted.  The timing and risks of delay in relation to the LDA’s grounding legislation was queried, along with the effect that delays would have on the LDA’s credibility. The interim CEO stated that while it was initially intended that the Bill would be enacted prior to the summer	

	<p>recess, this timeline is now at risk due to planned legislation relating to Brexit, which would be prioritised.</p> <p>The main effect of the LDA Bill enactment would be to trigger the LDA's long-term capitalisation. However, it was agreed that a relatively short delay to the end of 2019 would not unduly stop the LDA from delivering on its mandate in the near term. However, it was agreed that the LDA would do all it could to help expedite the legislative process.</p> <p>The LDA's role in respect of affordable housing was discussed. It was noted that while cost rental was a suitable initiative for high-rent areas such as Dublin, it would be unlikely to be effective in areas where rents were not as high. This reflects the elevated housing need in Dublin, however solutions were still needed for other cities.</p> <p>While the Department of Housing, Planning and Local Government is responsible for affordable housing policy, the board requested that information on various affordable housing frameworks be presented to it for its own information, to include potential options for lower value areas and rental / community for life (Scandinavian type models).</p> <p>It was noted that the LDA should consider itself as an innovator in housing form and need, and that it should not have a developer mindset in this respect. It was agreed that the LDA should form a view as to what an ideal or exemplar LDA project should look like. It was also agreed that there should be a clear site assessment process.</p> <p>While the LDA's role was acknowledged as having a long-term impact and focus, the importance of making an early impact and producing "quick wins" was noted, in order to establish early credibility. The tension between short-term and long-term impact was noted, and that they are not entirely incompatible.</p> <p>The Board discussed the status of the LDA in respect of the Government Balance Sheet. It was noted that the LDA should have a bias towards being outside the General Government Sector as this would allow maximum financial flexibility going forward.</p> <p>Rather than have a public consultation in respect of the LDA's strategy, it was noted that a clear ongoing stakeholder engagement plan would be developed and implemented, and that the board would take into account the views of third party lobby and industry groups.</p> <p>The Chairman stressed the need for breaking down the strategy into shorter term (e.g. quarterly) forecasts and deliverables would be essential to strategy implementation. It was agreed that the LDA executive team would take into consideration all discussions from this meeting and provide a schedule of key actions that would build towards strategy delivery.</p>	<p>Paper to be presented to the Board on affordable housing models</p> <p>Site assessment scorecard to be developed for March Board meeting</p> <p>Strategy to be broken down into near term milestones with timeframes</p>
4.	<b>Governance and Organisation</b>	

4a	<p><b>Governance Structures</b></p> <p>It was recommended that the Board establish subsidiary committees of the Board, under the following headings:</p> <ul style="list-style-type: none"> <li>· Finance, Audit and Risk Committee -</li> <li>· Nomination &amp; Remuneration Committee</li> <li>· Strategy and Innovation committee</li> <li>· Investment Committee</li> </ul> <p>It was agreed to establish the four committees, however that it may not be necessary to have a working Nomination &amp; Remuneration Committee until the LDA staffing platform becomes more established.</p> <p>The Audit &amp; Risk Committee was the only committee required to be established by the Statutory Instrument and Code of Practice for the Governance of State bodies. Hence, it was agreed that the establishment of this committee would be prioritised.</p> <p>It was agreed that the executive team seek appropriate nominees outside of the Board, who may be suitable to sit on each committee.</p> <p>It was agreed that a governance expert be engaged to ensure that the Governance Framework be established with the goal of presenting to the Board of April. It was also confirmed that terms of reference will be drafted for each Committee by this point.</p>	<p>Terms of reference to be presented to Board for Audit &amp; Risk Committee</p> <p>Governance expert to present at April Board meeting</p>
4a	<p><b>Standing Orders / Board Terms of References and Matters Arising</b></p> <p>The Board was satisfied to adopt both the Standing Orders / Terms of Reference and the Matters Reserved as presented.</p> <p>It was noted that the Board Terms of Reference provided for the delegation of operational and business matters to the CEO.</p>	
4b	<p><b>Organisations structure and WFP</b></p> <p>The Interim CEO proposed the direct hiring by the LDA of certain key staff to include development managers, a procurement manager, a financial controller and an office manager. The Board agreed that these roles should be advertised. Flexibility in relation to contract term should be applied on a case by case basis in order to retain the appropriate candidates.</p> <p>The Board noted that the Interim CEO has the authority to ensure that appropriate resources are retained in order to maintain and enhance operational functionality of the LDA.</p>	<p>LDA to commence staff recruitment</p>
5	<p><b>Resolutions</b></p> <p><b>a. Authorisations of Expenditure for Board and Executive</b></p> <p>Expenditure authorities were proposed by Conn Murray and seconded by Michael Stone. The proposal was resolved by the Board.</p>	

	<p><b>b. Opening of Bank Account, Payment Authorisations and Mandates</b></p> <p>It was proposed and resolved to open a bank account with Allied Irish Bank. Payments are to be authorised once they are in compliance with the LDA's expenditure authorisation policy noted above. The resolution was proposed by Conn Murray and seconded by Michael Stone.</p> <p>The following signatories were approved by the Board:</p> <p>* [REDACTED]  [REDACTED]  [REDACTED]  [REDACTED]</p> <p>[REDACTED]  [REDACTED]  [REDACTED]</p> <p><b>Approval of insurance policies</b></p> <p>It was reported that the LDA may not fall under the remit of State Claims Agency, where the LDA is not covered, it will liaise with a broker. The Board approved the CEO to enter into insurance policies as presented, with the proviso of advice to be taken on the necessity of professional indemnity insurance, which may not be required from the outset.</p> <p><b>Approve terms of use of corporate seal</b></p> <p>It was proposed and resolved that Barry O' Brien be authorised by the Board as a second signatory for authenticating the corporate seal in the absence of the CEO. This resolution was proposed by Conn Murray and seconded by Michael Stone.</p> <p><b>Other items discussed:</b></p> <p>A discussion was held in respect external audits of the LDA. As a body that will be structured by way of Designated Activity Companies, it is required to have statutory auditors. The Statutory Instrument does not require the Comptroller and Auditor General as auditor, however the draft LDA Bill provides for this. It was agreed this will be brought back to the Board discussion in the future as the LDA Bill progresses.</p>	<p>Open bank account with AIB</p> <p>*Section 40-- Financial and Economic Interests of State and Public Body</p> <p>Put appropriate insurance policies in place</p>
6	<p><b>Proposed Meeting Dates</b></p> <p>An outlined of proposed dates for 2019 was presented. It was agreed that the next two meetings will take place on the 25<sup>th</sup> February 2019 at 10am and 1<sup>st</sup> April 2019 at 10am.</p> <p>The other dates will remain as provisional and will be confirmed at the April meeting.</p>	

7	<b>AOB</b> It was requested that consideration be given to the use of online meeting tool such as MinutePad or BoardPad.	Board meeting software to be procured
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