

# Land Development Agency

## Board Meeting of 2<sup>nd</sup> May 2019

### Minutes of Meeting

<b>Date</b>	2 <sup>nd</sup> May 2019
<b>Venue</b>	McCann Fitzgerald, Riverside One, Sir John Rogerson's Quay, Dublin 2
<b>Time</b>	10am
<b>Chair</b>	John Moran
<b>Other Board Members</b>	John Coleman, Michael Stone, Tim Bouchier Hayes, Caroline Timmons, Clare Costello, John O'Connor, Michelle Norris
<b>Apologies</b>	Conn Murray
<b>Attendees</b>	Barry O'Brien (LDA), Phelim O'Neill (LDA), Catriona Lawlor (Housing Agency)
<b>Minute Taker</b>	Catriona Lawlor (Housing Agency)

No	Item	Action						
<b>1.</b>	<b>Board Preliminaries</b>							
<b>1.1.</b>	<p><b>Disclosure of interests</b> The Board were provided an opportunity to declare any interests in respect of the meeting contents.</p> <p>John O'Connor declared a conflict of interest with agenda item 2.1 – property update in relation to three Housing Agency sites due to be transferred to the LDA. John O'Connor excused himself from the meeting while these properties were discussed.</p>							
<b>1.2.</b>	<p><b>Review of April 2019 Board meeting minutes</b> One amendment noted, and minutes agreed.</p>							
<b>1.3.</b>	<p><b>Matters Arising</b></p> <table border="1"> <tr> <td>1.</td> <td>Arrange Board Strategy Away Day</td> <td>It was agreed that the away day will be arranged for mid-late October 2019. It will be a combined away day and Board meeting</td> </tr> <tr> <td>2.</td> <td>Add legislation to Board agenda as a standing item</td> <td>Update note circulated to Board 23/04/2019</td> </tr> </table> <p>It was agreed that in future, Matters Arising which have been closed and completed will be presented only for the previous two Board meetings.</p>	1.	Arrange Board Strategy Away Day	It was agreed that the away day will be arranged for mid-late October 2019. It will be a combined away day and Board meeting	2.	Add legislation to Board agenda as a standing item	Update note circulated to Board 23/04/2019	
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<b>2.</b>	<b>Business Update</b>							
<b>2.1.</b>	<b>Property Update – Phelim O'Neill</b>							

	<p>Phelim O'Neill (LDA) presented an overview of the LDA's primary portfolio. In line with a prior board request, the portfolio was stratified to present a summary of "expedited" projects, three LDA projects which have been prioritised for delivery based upon considerations such as near-term deliverability (Skerries), tenure (Shanganagh – cost rental) and delivery strategy (St. Kevin's Cork).</p> <p>It was emphasised that work remains ongoing in relation the remaining primary portfolio projects, and the Board will be updated on the full portfolio (primary and secondary) on a quarterly basis.</p> <p>In light of inherited portfolio status and project delivery timelines, Members stressed the need for stakeholder expectation management in terms of what the LDA can accomplish in the next 12 months.</p> <p>The LDA has appointed a media advisor following a tender process and the executive team will work with the advisor in order to publicise milestones over the new twelve months (e.g. design team appointments / lodgement of planning permissions). Members also suggested liaising with the Project Ireland 2040 communications team to discuss any potential synergies / opportunities for a joined up approach.</p> <p>A discussion took place in relation to the LDA's potential role in delivering community and cultural facilities as part of its development activities. Whilst the primary focus of the LDA is to deliver homes, the LDA should seek to be innovative in incorporating community and cultural infrastructure as appropriate.</p> <p>The potential oversupply of student accommodation was discussed, particularly in relation to current delivery levels and developer demographic growth assumptions (assumed continued growth in the number of international students attending Irish universities). Student accommodation delivery is not a short term strategic target for the LDA given the current volume of private market delivery.</p> <p>A technical working group (through Department of An Taoiseach) is assessing the methodology for the transfer of state lands to the LDA. Transfer of lands to the LDA is likely to deliver a more streamlined delivery process (no requirement for landholder consents etc.). Any delays in agreeing methodology should be brought to Board attention for escalation.</p>	
2.2	<p><b>Operational Update – John Coleman</b></p> <p>The interim CEO gave an operational update, excluding staff and workforce planning (to be covered separately).</p> <p><b><u>NAMA Residual Portfolio</u></b></p> <p>The members were asked to consider whether an approach should be made to NAMA in order to discuss residual land bank assets and a</p>	

	<p>potential sale or transfer of longer term land banks to the LDA. NAMA would likely be required to achieve best commercial value for these assets under the terms of the NAMA Act. It was agreed that an initial discussion should take place with NAMA / Department of Finance to discuss any potential acquisitions / transfers.</p> <p>The NAMA secured lands in relation to the Poolbeg SDZ were discussed, particularly in light of the affordability requirement associated with the grant of planning. The members noted caution in terms of any potential or future LDA involvement in delivery of the affordable requirement on this site in consideration of the specific site ground conditions and the current lack of clarity regarding the delivery mechanism / site price expectation.</p> <p>The interim CEO updated the Board on the status of the legislation noting that the legislation is ultimately a matter for Government and [REDACTED]</p> <p>next steps relate to pre-legislative scrutiny. Bill drafting is necessarily broad in terms of the LDA's mandate.</p> <p>It was suggested that it may not be appropriate for the LDA to appear alone before the Oireachtas Committee on Housing, Planning and Local Government to discuss its own legislation (Department as primary owner of the legislation). This should be raised with the Chair of the Oireachtas Committee.</p> <p>It was highlighted that the draft bill is silent in relation to any social and affordable LDA delivery remit.* [REDACTED]</p> <p>The Board again emphasised the importance of moving forward with the legislation.</p> <p>[REDACTED]</p> <p>Premises requirements were discussed as part of item 5 – LDA Cities Strategies.</p>	<p>*Section 29- Deliberation of Public Body</p> <p>*Section 29- Deliberation of Public Body</p> <p>*Section 29- Deliberation of Public Body</p>
<p><b>3.</b></p>	<p><b>Cost Rental – Update on Regulations</b></p> <p>Full discussion of this item was deferred to the next Board meeting.</p> <p>It was agreed to invite Robert Nicholson from the DoHPLG to attend the next meeting to discuss cost rental policy.</p> <p>The LDA will continue to operate in the absence of an agreed policy on cost rental, until a policy is finalised. The LDA will continue to work on the financial model.</p>	<p>Invite Robert Nicholson to attend next meeting</p>

4.	<p><b>NCH Cost Report</b></p> <p>This item was provided to Board members for information purposes and was not discussed in any detail at the board meeting.</p>	
5.	<p><b>LDA Cities Strategies / LDA Premises Location</b></p> <p><u>Cities Strategies</u></p> <p>The interim CEO presented a paper to the Board on the LDA cities strategies. The proposed two-step process (city and “place” level review) is designed to provide a coherent view on the LDA’s development and acquisition appetite for Dublin and the main regional cities.</p> <p>It was agreed to consider hiring a senior urban planner or architect to commence and lead this piece of work. Locational flexibility can also be considered for the role given the nationwide remit.</p> <p><u>LDA Premises Location</u></p> <p>The Interim CEO presented a paper which recommended securing an appropriate Dublin office location whilst providing the structural flexibility to develop a regional location over time. The recommendation considered factors such as; (i) staffing growth and trajectory: (ii) LDA near-term delivery workload: (iii) stakeholder interaction: (iv) future pipeline: and (v) urban planning activity.</p> <p>Members discussed a range of options from an initial Dublin only office to an immediate dual office presence (Dublin plus a regional location), particularly in the context of Project Ireland 2040’s goal of balanced regional development.</p> <p>It was noted that, whilst the LDA is an organisation with a national role, the primary focus in the short term should be delivering on the initial portfolio whilst establishing the operational platform in a low-risk manner. On this basis it was agreed to establish a Dublin office. In selecting a suitable location, considerations should be given to factors such as lease term flexibility, flexible work practices, proximity to public transport and possible co-location with other state entities.</p> <p>It was agreed that the LDA could publicly state its commitment to opening a regional office over time. However, no commitment should be made in relation to any specific location at this point (which will be dependent upon business needs etc.).</p> <p>It was suggested that the LDA could offer certain new staff the option to be based outside Dublin, particularly the new senior urban planner / architect.</p> <p>The LDA will remain in the current premises in the short term (lease expiry at the end of August 2019) and may renew lease on a short-term basis given potential lead time to secure an alternative location.</p>	

6.	<p><b>Staffing and Workforce Plan</b></p> <p>Barry O'Brien and Phelim O'Neill left the room.</p> <p>The interim CEO presented a draft workforce plan to the Board outlining plans to commence recruitment for two jobs next month which would cover some of the tasks currently being done by existing secondees. The board's desire to make sure that the process is fully fair and transparent and that the best person available for the job is recruited was noted. The Interim CEO agreed stating that a recruitment firm has been procured to manage the process and the jobs will be publicly advertised to ensure a fair and transparent process.</p> <p>The Board suggested that, rather than hiring a head of legal, the LDA should consider procuring a firm of legal advisers and then taking a solicitor from the firm on secondment as a cost-effective solution in the short to medium term.</p> <p>The interim CEO left the room.</p> <p>The Board discussed the recruitment process for the role of CEO and the Chair gave a progress update. He outlined the delays which he had experienced in getting clearance in the terms and conditions for the position from the Department of Housing (and DPER). Despite the delays and given the short time and seriousness of a gap in management for the LDA, the Chair explained that even in the absence of the terms, as agreed at the last board meeting, the competition to secure a recruitment firm is already well advanced and a selection expected in the next day or two. That will hopefully allow interviews for the role to take place in late June. It was agreed to delegate authority to the Chair to finalise the terms of the role with the DHPLG and DPER. The Chair also outlined that he had escalated to the Secretary General of DPER and the Minister for PER, the risk of the LDA not having a CEO in August if the process cannot run more quickly.</p>	
7.	<p><b>Resolutions</b></p>	
7.1.	<p><b>For noting – Investment Committee Terms of Reference</b></p> <p>A discussion took place on whether the Investment Committee should operate as a sub-committee of the Board or as a committee comprising a mix of Board Members and LDA Executives, It was agreed that the latter approach was preferable (mix of skills and viewpoints) and in line with both semi-state (NTMA, Ervia) and private sector (e.g. banks / investment firms) precedent.</p> <p>The LDA executive will further develop the terms of reference based upon this feedback and will also commence work in relation to the development of an investment policy.</p>	

	The Chair invited members to propose themselves as chair of the Investment Committee ahead of the next scheduled board meeting.	Propose chair of Investment Committee
<b>7.2.</b>	<p><b>For Approval - Remuneration and Nominations Committee Terms of Reference</b></p> <p>Terms of reference were approved as proposed.</p> <p>The Chair invited members to propose themselves as chair of the Remuneration and Nominations Committee ahead of the next scheduled board meeting.</p>	
<b>7.3</b>	<p><b>For Approval - Board Code of Conduct</b></p> <p>The resolution to adopt the Board Code of Conduct was proposed by John O'Connor and seconded by Michelle Norris. The proposal was resolved by the Board.</p>	
<b>7.4</b>	<p><b>For Approval - Employee Code of Conduct</b></p> <p>The resolution to adopt the Employee Code of Conduct was proposed by John O'Connor and seconded by Michelle Norris. The proposal was resolved by the Board.</p>	
<b>7.5</b>	<p><b>For Approval - Conflicts of Interest Policy</b></p> <p>Approved as proposed.</p> <p>Members suggested that the gifts and hospitality policy should be a separate policy from the conflicts of interest policy going forward.</p>	
<b>8</b>	<p><b>AOB</b></p> <p>The next meeting is scheduled to take place on Monday 10<sup>th</sup> June. The dates for the next two meetings will be arranged with members via email.</p>	