

MINUTES OF PROCEEDINGS AT SPECIAL MEETING OF LIMERICK CITY AND COUNTY COUNCIL HELD IN THE COUNCIL CHAMBER, DOORADOYLE, AND ONLINE, ON FRIDAY, 21ST FEBRUARY, 2025, AT 10.30 A.M.

PRESENT IN THE CHAIR:

Councillor D. McSweeney, Príomh Chomhairleoir.

MEMBERS PRESENT:

Mayor Moran.

Councillors Beasley, Benson, Butler, Collins (B), Collins (M), Conway, Daly, Donoghue, Doyle, Foley, Galvin, Gavan, Hartigan (S), Hartigan (T), Hickey-O'Mara, Keary, Kiely, Kilcoyne, Leddin, O'Donoghue, O'Donovan, O'Hanlon, O'Sullivan (O), O'Sullivan (T), Pond, Ruddle, Ryan (E), Scanlan, Secas, Sheahan, Slattery, Stokes, Teefy, Teskey, Ward.

OFFICIALS IN ATTENDANCE:

Director General (Dr. P. Daly), Director, Housing (Ms. C. Curley), Director, Regeneration, Sports and Recreation (Mr. J. Delaney), Director, Transportation and Mobility (Mr. B. Kennedy), Director, Environment, Climate Action and Shared Services, (Mr K. Lehane), Director, Planning and Place-Making (Mr. V. Murray), A/Director, Finance, Economic Development, Digital Services & ICT (Mr. P. Murnane), Project Manager, Discover Limerick DAC (Mr. Billy Lynch), Head of Innovate Limerick (Mr. Dennis Barry), Meetings Administrator (Ms. C. Farrell), Administrative Officer, Corporate Services, Governance and Customer Services (Ms A. Foley), Senior Staff Officer, Corporate Services, Governance and Customer Services (Ms. C. Sheehy)

At the outset, the Príomh Chomhairleoir stated that a number of Members and Officials had been delayed due to traffic congestion and on the proposal of Councillor Galvin and seconded by Councillor Kiely the meeting was adjourned for twenty minutes.

On resumption of the Meeting, the Príomh Chomhairleoir welcomed everyone to the Special Meeting which he had convened to receive a detailed update from Mayor John Moran on the three Designated Activity Companies (DACs) wholly owned subsidiaries of Limerick City and County Council.

The Mayor of Limerick gave a PowerPoint presentation to the Elected Members on the current and proposed model of the three Designated Activity Companies (DACs) which were wholly owned subsidiaries of Limerick City and County Council. He referred to the objectives of the DACs, the governance, the key milestones achieved to date, and informed the Members of what the potential was for these DACs.

In the presentation, the Mayor gave the following overview of the Limerick DACs:

Limerick Twenty Thirty DAC – delivering large-scale commercial development in Limerick City Centre such as Opera Centre, Cleeves, Gardens International; residential in Munget and modular housing in Mullingar. Limerick Twenty Thirty is currently awaiting funding for Office of Public Works and Library/Offices in Opera Centre.

Innovate Limerick DAC – owner of Engine building on Cecil Street and enterprise facilities in the county. It is involved in start-up incubation and Film in Limerick and is co-owned by Enterprise Ireland.

Discover Limerick DAC – founded to own and run King John's Castle. Since then it became the owner of Lough Gur and the Adare Heritage Centre.

The Mayor briefed the Members on the Governance Framework of DACs, outlining that they were legal companies, and accordingly, roles of Boards, Shareholders and Chief Executive Officers followed Irish Company Law. They were funded largely through public funding so were not mere private companies. He advised that Sole Shareholder DACs had slightly different rules recognising that no protection of minority shareholders was required. The Mayor referred to the 'Code of Practice for the Governance of State Bodies' and related guidance that had been issued by National Government.

The Mayor outlined the potential of the three Limerick DACs as follows:

Limerick Twenty Thirty DAC

- Could become a major player in land management and housing delivery in Limerick towns, villages or city sites not within the remit of the Land Development Agency;
- Possible vehicle for the funding of SMART homes directed at private sector rental;
- Limerick City and County Council owner of rental homes (Vienna Model) starting in Abbeyfeale;
- Needed to be funded to drive faster and more valued outcomes in Cleeves and Opera, especially Office of Public Works building;
- Possible co-ordinator of all commercial office space of scale, owned by Limerick City and County Council.

Innovate Limerick DAC

- Work on a new strategy is required once minority shareholding of Enterprise Ireland was resolved;
- Could become a major player in supporting the growth of Small and Medium Enterprises (SMEs) in Limerick and providing work spaces for same;
- Development plan and funding needed for renovation of other units at the Cecil Street lands;
- Possibility to divest of ownership and development of buildings to Limerick Twenty Thirty DAC and concentrate on operating within.

Discover Limerick DAC

- Masterplan for King John's Castle to be advanced and development to continue thereafter;
- Decisions required around Adare Heritage Centre and related funding needs;
- Possibility to become a player in the ownership and holistic development of Lough Gur and other heritage sites in East Limerick;
- Possibility to be the vehicle to drive on the Game Cube;
- Discover Limerick DAC is in serious need of funding.

The Mayor highlighted the key milestones reached to date and referred to the governance review of the Limerick DACs that was currently ongoing as a positive approach to moving forward, and he informed the Meeting that LBS Partners were appointed to carry out this review. He pointed out the objectives and scope of the review and noted that the goal was to improve decision-making, transparency, risks, performance and accountability. He informed the Members that an interim Chair had been appointed to Limerick Twenty Thirty DAC.

The Mayor advised the Members what the next steps were and these included:

- Finalise the Governance Review Initial Draft and bring to Corporate Policy Group;
- Issue Expression of Interests for Directors;
- Finalise CEO selection for Limerick Twenty Thirty DAC;
- Receive Strategic Plans for all three DACs;
- Final Governance Review to Full Council;
- Shareholder Expectation Letters to all DACs;
- Post completion of review finalise new board members;
- Set-up of shareholder management unit in Limerick City and County Council;

- Government Funding for Office of Public Works building or Plan B for Opera;
- AGMs for 2024 accounts.

In response to the presentation, the following items were raised by the Members:

- The Members thanked the Mayor for his presentation;
- It was the view of some Members that the minutes of DAC board meetings should be circulated to the Full Council, while others outlined that these were private meetings and minutes could not be shared;
- They expressed disappointment that the 2024 Annual General Meetings had not taken place for all DACs;
- Members asked if board Meetings of the DACs had taken place since the Mayoral Election and Local Elections in June 2024;
- They queried the Mayor's role as Sole Shareholder of the DACs and clarity on the legal advice received;
- The Members requested clarity on who the Accounting Officer of the DACs would be;
- The Members expressed concern over the proposed model to run the three DACs and asked if this would lead to increased funding;
- The Members inquired about the selection process for the new board members and queried the reason for appointing an interim Chair for Limerick Twenty Thirty DAC;
- The Members raised concern over the possible conflict of interest of the Mayor as Sole Shareholder;
- It was the view of some Members that previous boards worked well, while others welcomed the review;
- They referred to the gender representation on the current boards as low and stressed the need to achieve best practice going forward;
- The Members asked if the CEO of Limerick Twenty Thirty DAC updated the board members before departing;
- They referred to Mullingar Modular Homes and inquired as to why Limerick Twenty Thirty DAC was involved;
- It was noted that periodic reporting would be beneficial.

In addressing the Members' queries and concerns, the Mayor of Limerick informed the Elected Members that a policy document with clear instructions on the role of the DACs and Directors' duties should be drafted, which would include decisions on whether minutes of meetings should be shared to the Elected Members.

He pointed out that the guidelines at a national level needed to be followed in relation to his role as Sole Shareholder, and would clarify if it was possible for him to circulate the legal advice he had received.

He acknowledged that the AGMs had not taken place but noted it was not unusual for companies to hold their Annual General Meetings three months after the end of year. He confirmed that meetings of boards had taken place stating that some Members are sitting on those boards.

The Príomh Chomhairleoir, as a point of clarity, informed those present that the Members had resigned from the DACs as of the day before this Special Meeting.

The Mayor highlighted the need for a governance review and outlined that this report would be brought to Corporate Policy Group for further discussion once completed.

The Director General informed the Members that the DACs were established as local development companies to look at local problems. He noted that the Executive of Limerick City and County Council was satisfied that they were well governed. He acknowledged the need for a review and highlighted that if the DACs moved to a national governance framework they would no longer be considered local companies.

The Director Planning and Place-Making, informed the Members that the CEO of Limerick Twenty Thirty DAC gave a good detailed update to the board members before he departed as CEO of Limerick Twenty Thirty DAC.

The Mayor believed that if the Chairs of each DAC and the boards worked with the Executive of the Council it would be a more collaborative approach to achieving outcomes, and that changing the DACs to run under this proposed model would be helpful when applying for funding.

The Mayor advised that the governance review will outline the skillset needed for an effective board and further advised that an evaluation panel would decide on the suitable members of the board for each DAC.

Following lengthy discussions, the Executive and the Members agreed it was very good to debate the progress of the three Limerick DACs at this Special Meeting, and to understand the potential for moving forward. Some Members still expressed their concern at the possibility that Elected Members would no longer sit on the boards, stressing the local

element may be lost, while other Members looked forward to seeing the report following the governance review.

The Head of Innovate Limerick DAC, gave a brief outline on the key objectives of the **Innovate Limerick DAC** as follows:

- It was noted that the Board of Innovate Limerick needs to be broadened and diversified to comply with actions set out in the Deloitte Governance Audit Report;
- The strategic plan will be reviewed and revised in accordance with current ecosystem requirements;
- Engine Collaboration Centre, Engine offices, Rathkeale and Workbase, Main Street, Abbeyfeale at full capacity;
- The Innovate Studio, a new podcast suite was launched in the Engine Collaboration Centre;
- In excess of 600 events took place in the Engine Collaboration Centre; including Training, CreaTech, Enterprise awards, investment information and also community information evenings;
- Engine Hubs continued developing its network of 19 Hubs with the new additions of Ballybrown/Clarina Community Centre and Doon Enterprise Hub;
- Business Case currently being finalising for submission for the Engine Accelerator;
- Facilities for businesses to grow post incubation with additional investment, training, mentoring, and flexible space will be provided;
- Valuation of existing completed projects towards identification and potential reinvestment in new sites will be conducted.

The Project Manager, Discover Limerick DAC, gave a brief outline on the key objectives of the **Discover Limerick DAC** as follows:

- The role is to strengthen Limerick as a visitor destination and attract increased visitor numbers. To operate and develop key tourism/visitor attractions in Limerick;
- The key focus is to ensure that the activities of the 3 visitor attractions, King John's Castle, Adare Heritage Centre and Lough Gur Heritage Centre are operating effectively with an effective and engaged team, with adequate organisational compliance through streamlined operational and commercial practice;
- The Strategic Plan 2029 is being developed with stakeholders, communities and all staff members with expected completion in Quarter 2 2025. This work programme will be updated upon receipt of the Shareholder Letter of Expectation from Limerick City and County Council;
- The Annual Work Programme and Budget 2025 has been developed with the input from staff and the board. A detailed work programme outlining the company's

commitment to operational excellence and enhanced visitor engagement was prepared in conjunction with financial Budgets for 2025;

- The progress made within Discover Limerick DAC and the challenges faced were outlined;
- The Strategic Masterplan for King John's Castle is currently being developed and the draft Conservation and Management Plan is being finalised;
- The design of a proposed remodelling and extension project Heritage Centre site is being advanced;
- The detailed design for a proposed bird-hide development at Lough Gur is being advanced;
- Consultants have been appointed for the preparation of an options / feasibility study for the enhancement of the visitor experience at Lough Gur;
- An Integrated Design Team has been appointed for the design of a walkway project extending between Holycross and Grange Church at Lough Gur.

Director of Planning and Place-making, gave a brief outline on the key objectives of the **Limerick Twenty Thirty DAC** as follows:

- Its role is to plan and develop key strategic sites in Limerick City and County.
- The vision, mission and values were outlined;
- The portfolio of Limerick Twenty Thirty includes Cleeves Riverside Quarter, Opera Square and Gardens International;
- The challenges faced were outlined.

This concluded the Meeting.

Signed:

Príomh Chomhairleoir

Date:
