

MINUTES

NATIONAL ROADS AUTHORITY

BOARD OF DIRECTORS MEETING #410 THURSDAY, 19 JUNE 2025

A meeting of the Board of Directors of the National Roads Authority (NRA) was called and held at the NRA's Administration Building, Boardroom, 370 North Sound Road, George Town, Grand Cayman, Cayman Islands (CI) (the "Authority") on 19 June 2025 at 10:00 AM. The meeting was also held remotely via Zoom (the "NRA Board Meeting" or the "Meeting").

1. OPENING OF THE MEETING

WELCOME AND CALL TO ORDER

- 1.1 The Chairman welcomed the members of the Board which consist of voting members (the "NRA Board of Directors") and non-voting representatives from CI Government (CIG) and the Authority (the "NRA Board Members") that were in attendance (with each being a "Director" or a "Member" respectively, and together, the "NRA Board" or the "Board"). The Meeting was called to order at 10:12 AM.
- 1.2 The Chairman proceeded with the Meeting and confirmed that Ms. LeSanneo McLaughlin, the convening Executive Secretary to the NRA Board (the "Secretary"), was present for the purpose of recording the minutes.

2. NOTICE AND QUORUM

ATTENDANCE AND APOLOGIES

- 2.1 With the Meeting now open, it was recognized that nine (9) Members of the NRA Board were present either in-person and/or via Zoom; while two (2) Members tendered their apologies:

Present (Attendees)

1. Mr. Richard Parchment – Chairman
2. Mr. Stanley Panton – Deputy Chairman
3. Mr. Paul 'Andy' Bodden – Director (via Zoom)
4. Mr. Kelvin Dixon - Director (via Zoom)
5. Ms. Heidi Hunte-Webster – Director (via Zoom)
6. Mr. Peter Campbell - Director
7. Mr. Dominic Williams - Director
8. Mr. Alfred Dane Walton - Director (via Zoom)
9. Mr. Edward Howard – NRA Managing Director (MD)
(non-voting)
10. Ms. LeSanneo McLaughlin – Executive Secretary (non-voting)

Apologies (Absentees)

11. Mr. Tristan Hydes – Chief Officer's Designate, Ministry of Planning, Lands, Agriculture, Housing and Infrastructure (PLAHI)
(non-voting)
12. CIG Ex-Officio – Financial Secretary or Designate
(non-voting)

QUORUM ESTABLISHED

- 2.2 The Chairman confirmed that the NRA Board Meeting was quorate.
- 2.3 **IT WAS RESOLVED** that in accordance with Section 8 (1) (6) (8) of the National Roads Authority Act (2024 Revision), the Meeting could proceed.

3. DISCLOSURE OF CONFLICT OF INTEREST

- 3.1 The Chairman referred to conflicts of interest and queried as to whether any Member had a conflict to disclose.
- 3.2 The Board unanimously declared that there were none. The Chairman advised, should any conflicts arise during the Meeting, the Member must declare so at that time.

4. RATIFICATION OF MINUTES

- 4.1 The Chairman proceeded and referred to the minutes of the previous meeting which was held on 22 May 2025 (respectively, the "Prior Minutes" or the "Minutes" and the "Prior Meeting").
- 4.2 The Chairman commended the Secretary on the structure and delivery of the Minutes; noting that there was an extensive amount of information presented at the Prior Meeting and it was successfully captured in the Minutes. The wider Board also acclaimed the same. The Secretary thanked the Chairman and the NRA Board.
- 4.3 Regarding amendments to the Minutes, the Chairman queried whether there were any to highlight. A Director referred to section 6.10 and recommended that the word "abstention" be changed to an alternative term i.e. "recused". The Chairman advised that it can be removed should an alternative term not be utilized. The Secretary agreed to review and make the suggested change.
- 4.4 **IT WAS RESOLVED** that subject to the minor amendment, the Prior Minutes (22 May 2025) be ratified.
- 4.5 Moved by **Redacted - FOI Act S23** and seconded by **Redacted - FOI Act S23**. The decision was unopposed.

5. MATTERS ARISING FROM THE PRIOR MEETING

- 5.1 The Chairman referred to matters arising from the Prior Meeting. The Board confirmed there were none.
- 5.2 Regarding the action items of the Prior Meeting (the "Action Points" or "AP"), it was noted that there were six (6) APs and AP 1, 3, 5 and 6 were completed and therefore closed. As for AP 4, the update on the Roads Act amendments was postponed for a future meeting, and therefore remained open.
- 5.3 For AP 2, regarding a draft resolution for the advanced approval of late claims submitted to the Department of Lands and Survey (LSD) (the "Late Claims"). It was proposed that there be an implementation of a 'no timeline' for Late Claims, by way of a policy from the NRA Board.
- 5.4 By way of background, a Notice of Intention to make a claim for compensation (a "Notice") is processed via the Schedule Form A of the Roads (Forms for Compensation) Regulations (1998 Revision) of Section 9(1), Roads Law (2005 Revision) (the "Roads Act") (the "Form A") via submission to the LSD; which is then placed before the NRA Board for approval.
- 5.5 The NRA MD advised that a response was received from the Senior Crown Counsel, **Redacted - FOI Act S23**, of the Attorney General's Chambers (AGC) **Redacted - FOI Act S23**. The Chairman proceeded and advised that based on the AGC's response on the matter, it was ultimately determined that a resolution could not be made based on a policy created by the NRA Board, as such changes will require amendments to the Roads Act (the "Act").

- 5.6 The AGC response highlighted that the Act sets the timeline for Late Claims; however, gives the NRA the wide discretion to approve extensions for, inter alia (amongst other undertakings), or of good cause. The Act, as it now stands, does not appear unconstitutional where the NRA has discretionarily granted extended time to facilitate Late Claims. There was no objection with such an approach and the extendable statutory timeline does not violate the constitutional right for a Late Claim.
- 5.7 It was further noted that pursuant to Section 19 of the Constitution, that NRA's discretion must continue to be exercised legally, reasonably, respectively and in a procedurally fair manner for each Late Claim. It is within the NRA and the Ministry of PLAHI's (the "Ministry") remit, to make any recommendation for consideration by Cabinet, for a policy; and neither the NRA nor the Ministry has the authority to alter the provision of the Act, by way of a policy, to bypass the timeline and/or Late Claim approval process. This, as mentioned previously, would require amendments of the relevant provision(s) of the Act, such as Section 9, via a Cabinet Paper and the legislative processes.
- 5.8 It was concluded that this can be further deliberated and considered as this recommendation can be put forward for the prospective amendments to the Roads Act. Until such time, Late Claims will continue to be presented to the NRA Board for approval. AP 2, was therefore closed.
- 5.9 There were no further matters to bring to the Board's attention.

6. CHAIRMAN UPDATES

- 6.1 The Chairman referred to the below-listed and advised that there were five (5) agenda items he specifically wanted to bring to the Board's attention for discussion and reporting purposes of the NRA (the "NRA Reporting").
- 6.2 The NRA Reporting items are:
- **Current Financial Position** – Presenter: Chief Financial Officer (CFO)
 - **Compliance Catalog of Policies and Procedures** – Presenter: Chief HR Officer (CHRO)
 - **Fleet Manager's Report** (*current state of Fleet*) – Presenter: Fleet Manager/MD
 - **Infrastructure Projects and Funding** (*in the Pipeline*) – Presenter: MD
 - **Deputy Managing Director Post** – Presenter: MD
- 6.3 The Chairman noted that the Compliance Catalog item would be deferred as this particular item was multi-layered and may require an external consultant who specialize in operational policies and assist in formulating these modules. Once it is available it will be presented at a future meeting; while at this Meeting, the remaining four (4) NRA Reporting items would be addressed under the MD updates.

7. NRA MD PROJECT UPDATES

- 7.1 The Chairman referred to the general updates and road projects of NRA (the "Road Projects") and welcomed the NRA MD to provide an update. It was noted that supporting documentation and/or road maps were provided and outlined at the Meeting. The NRA Reporting items will also be addressed.
- 7.2 **Infrastructure Projects and Funding** – The MD advised that there were new road works requests post-election that were added to the ones in the pipeline. There are budget restraints that will hinder any further major road works and supplementary funding will be required.

PROJECT FUNDING

7.3 The Chairman advised that once an estimated amount needed for the Road Projects is obtained from NRA, this will be raised for the upcoming Parliament Budget Reading. An extraordinary meeting may be required to discuss NRA funding.

RECRUITMENT

7.4 **Lead Surveyor** – The MD informed the Board that a new surveyor was due to commence with the NRA in the early part of July 2025.

7.5 **Student Engineer** – He proceeded and noted that a student Engineer graduating this month was due to start with the NRA. He further added that there were two (2) other students graduating from university in the next year. Those students will also be joining the NRA team.

7.6 **NRA Deputy Managing Director** – Further to the Prior Meeting, the MD advised that Redacted - FOI Act S23. An update will be provided at the next meeting.

7.7 A Director queried as to whether there were any succession plans in place for internal employees. A discussion ensued amongst the Board. The Chairman requested that the MD invite the NRA Chief Human Resources Officer (CHRO) to provide and present a training, progress and succession strategy plan to the Board.

FLEET REPORT

7.8 **Fleet Manager's Report** – The MD provided a detailed report on the current state of the NRA Fleet. He presented a thorough overview of the Fleet as well as the procurement and acquisition of new equipment. It was noted that majority of the required equipment was obtained and in operation.

7.9 Regarding personnel matters, the MD advised that the Acting Fleet Manager has resigned and an internal employee, who is well versed in fleet matters, was promoted to the role of Acting Fleet Technician (Supervisor).

FINANCIAL REPORT

7.10 **Current Financial Position** – The MD invited the Chief Financial Officer (CFO), Mr. Olsen Bush, and his Deputy CFO, Mrs. Tatiana General to the Meeting to provide the Board with an update on the NRA's current financial position.

7.11 The CFO presented a high-level report on 2024 financial year for NRA. A detail summary of the expenditures and an update on NRA's investment returns was also highlighted. The Chairman requested that quarterly reports be presented to the Board and added to the agenda.

7.12 The Chairman thanked the CFO and the Deputy CFO for their presentation and they left the Meeting.

GENERAL ROAD WORKS

7.13 **Road Works** – A discussion ensued amongst the Board regarding current road works. The following road works were noted:

- **Crewe Road Roundabout** – The current aim is to have the roundabout by Silver Oaks and King's Sport Centre completed before the school term resumes in Fall 2025. It was also noted the King's parking lot was in progress and should be completed soon.
- **Edgewater** – An overview of this particular project was provided. A Director queried as to whether these planned improvements could be prioritized given its expected high utilization after the King's roundabout project is complete.
- **Savannah Newlands/Bus Depot** – Concerns regarding the delay in the road works were raised. The MD advised that the commencement date of this project would be subject to funding and should commence in two (2) weeks; as the plans for the project was being finalized.

- **Frank Sound** – Seaview Road paving works continued and was due to be completed soon.
- **Cricket Square Curb** – Concerns were raised regarding the state of the curb noting it appeared to protrude into the road. It was recognized that there was a missed opportunity by PLAHI and NRA to have secured the area for future road widening.

7.14 There were no further MD matters to bring to the Board's attention.

8. ANY OTHER BUSINESS

8.1 The Chairman referred to any other business and queried as to whether there were any further matters to bring to the Board's attention.

Redacted - FOI Act S23

Request for access on

Redacted - FOI Act S23

8.2 The MD referred to the Redacted - FOI Act S23 and their request for access on to FOI S23. The MD shared his expertise from an operational perspective. A discussion ensued amongst the Board. The Chairman posed a motion to have this matter deferred for further review. The Board agreed.

8.3 Moved by Redacted - FOI Act S23 and seconded by Redacted - FOI Act S23.

9. DATE OF NEXT MEETING

9.1 A discussion ensued regarding the date of the next NRA Board meeting. The Chairman advised that dependent on the date of the CI Parliamentary Budget Meeting, an extraordinary meeting may be called prior to the next Board meeting. This will be relayed and confirmed through the Secretary.

9.2 As for the next monthly meeting of the Board, it was noted that it would be scheduled for **Thursday, 17 July 2025 at 10:00 AM**, as Directors' schedules permit.

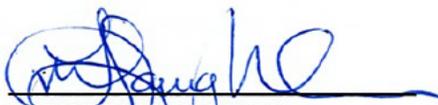
10. CLOSE OF THE MEETING

10.1 With there being no further business, the Meeting ended at 1:25 PM.



CHAIRMAN

Mr. Richard Parchment



EXECUTIVE SECRETARY

Ms. LeSanneo McLaughlin

RATIFICATION DATE: 17 JULY 2025