
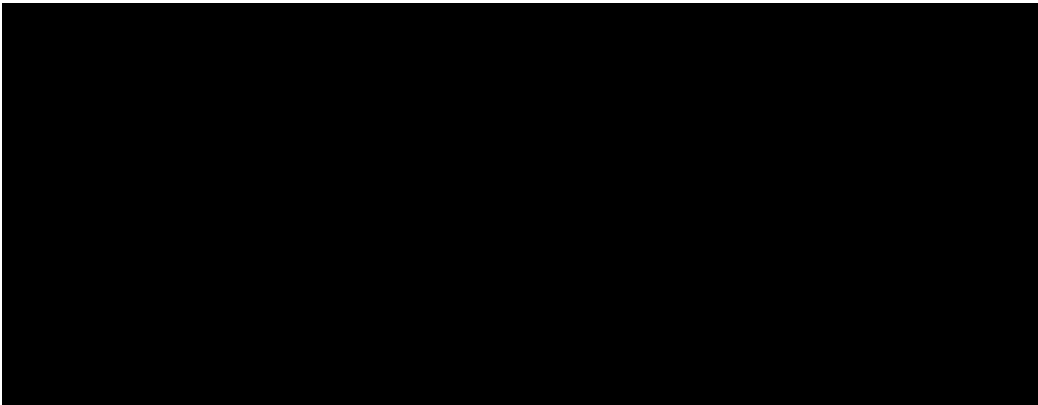


Official-sensitive		
<p align="center"> Minutes of a meeting of the Board held on Thursday 30 June 2022 at Phoenix House, 202 Elder Gate, Milton Keynes, MK9 1BE </p>		
Present	Sir Peter Hendy (Chair) Ismail Amla Mark Bayley Rob Brighouse Stephen Duckworth (via Teams) Andrew Haines	Michael Harrison Silla Maizey David Noyes (via Teams) Mike Putnam Fiona Ross Jeremy Westlake
In attendance	Louise Kavanagh, Chief of Staff (min 22/89 onwards) Stuart Kelly, Group General Counsel & Company Secretary (via Teams) Helen Martin, Senior Assistant Company Secretary Nick Millington (min 22/86) (via Teams) Anit Chandarana (min 22/87) (via Teams) Pauline Holroyd (min 22/88) (via Teams) Tim Shoveller (min 22/88 and 22/89) Jane Cornthwaite, Independent Chair of the Railway Industry Board (min 22/89) Kamini Edgley (min 22/89) Dave Penney (min 22/89) Sally Rose (min 22/89) Denise Wetton (min 22/89 and 22/90) Steve Twist (min 22/90) (via Teams) Dan Robinson (min 22/90) (via Teams) Clive Berrington (min 22/91) (via Teams)	
Apologies		
No.	Item	Actions
22/81	<p><u>Chair's opening remarks</u></p> <p>The Board:</p> <ul style="list-style-type: none"> reflected on the meetings the day before with colleagues from the North West & Central Region and East West Rail. congratulated colleagues who had been recognised in the Queen's Birthday Honours: <ol style="list-style-type: none"> Christian Irwin OBE for services to the railway, including the opening of the Dartmoor line and services to railway heritage; Lydia Fairman BEM for her STEM work during COVID, and work to set up Network Rail's accreditation with White Ribbon, a movement to end violence against women; and Bill Cooke BEM, for services to workforce safety and running charity golf events for 20 years. noted that the Government had launched its consultation on the primary legislation needed to effect rail reform as set out in the Williams Shapps Plan for Rail. Submissions to that consultation would close on 4 August 2022. noted that a report summarising the responses to the Government's consultation on the Whole Industry Strategic Plan for Rail had been published on 9 June 2022. 	

	<ul style="list-style-type: none">  noted that on 20 June 2022 the Government announced that further schemes had been approved to receive monies from the Restoring Your Railway fund. Those schemes were: <ul style="list-style-type: none"> the Barrow Hill line between Sheffield and Chesterfield; the Ivanhoe Line between Leicester and Burton on Trent; new stations at Meir in Staffordshire, Haxby in Yorkshire, Devizes in Wiltshire, Ferryhill in County Durham; Aldridge station and line upgrade in Walsall; reinstating the Fleetwood line; and the Mid Cornwall Metro scheme for services between Newquay and Falmouth. 	
22/82	<p><u>Minutes of previous meeting</u></p> <p>Subject to two amendments, the minutes of the Board meeting held on 5 May 2022 were approved.</p>	
22/83	<p><u>Action list</u></p> <p>The Board discussed the action list and noted the oral updates provided.</p> <p>The paper in response to an action relating to electrification costs in general within Network Rail was welcomed. For the next update due towards the end of 2022, the Board: (i) asked that a map of schemes be included; and (ii) thought it would be helpful to include photos where appropriate.</p> <p>Pursuant to action 21/143.2, at its October 2022 meeting the Board was due to review some early stage work being done on options for powering freight trains. That paper would also address how any modal shift would help achieve sustainability targets in CP7.</p>	<p>Jeremy Westlake</p> <p>Martin Frobisher</p>
22/84	<p><u>Directors' interests</u></p> <p>Ismail Amla reported that he was a director of the Bradford Literature Festival.</p>	
22/85	<p><u>Board report</u></p> <p>The comprehensive Board report was reviewed, and the Board focussed its discussion on:</p> 	

2. **Period Review 23 (PR23) – preparations for CP7**

Work continued on PR23. The ORR had provided its advice on Network Rail's initial submission on CP7 outputs and funding for England and Wales, to the DfT; it would also be shared with HM Treasury. The ORR's advice to Transport Scotland would follow.

The Board noted that the timeline for this work was challenging due to all contributors having a heavy workload resulting in competing priorities.

3. **Elizabeth Line**

Conversations had been held with Andy Byford, London's Transport Commissioner, on the planned opening of the next phase of the Elizabeth Line in October 2022. That phase would connect each of the three sections that were currently open (Reading, Heathrow and Shenfield), with the central tunnels. The number of trains per hour was also scheduled to materially increase.

4. **Safety**

Two significant safety issues had occurred since the last Board report

- i. At Twyford station on 11 May 2022 a baby in its pram rolled across the platform and fell onto the tracks. The baby's mother and a passenger lifted the pram from the tracks to the platform. Thankfully the baby was unharmed.


An investigation by GWR showed that the platform had a shallow gradient towards the track to assist with drainage run off. That design of platform was no longer used for newly constructed platforms, with the gradients now directing run-off towards the rear of the platform away from the tracks. The actions taken to mitigate the risk at Twyford (including platform entrance signage, platform stencil signage and announcements) had been reviewed. The location of the ticket machine on the platform had now been moved as a result of this review.

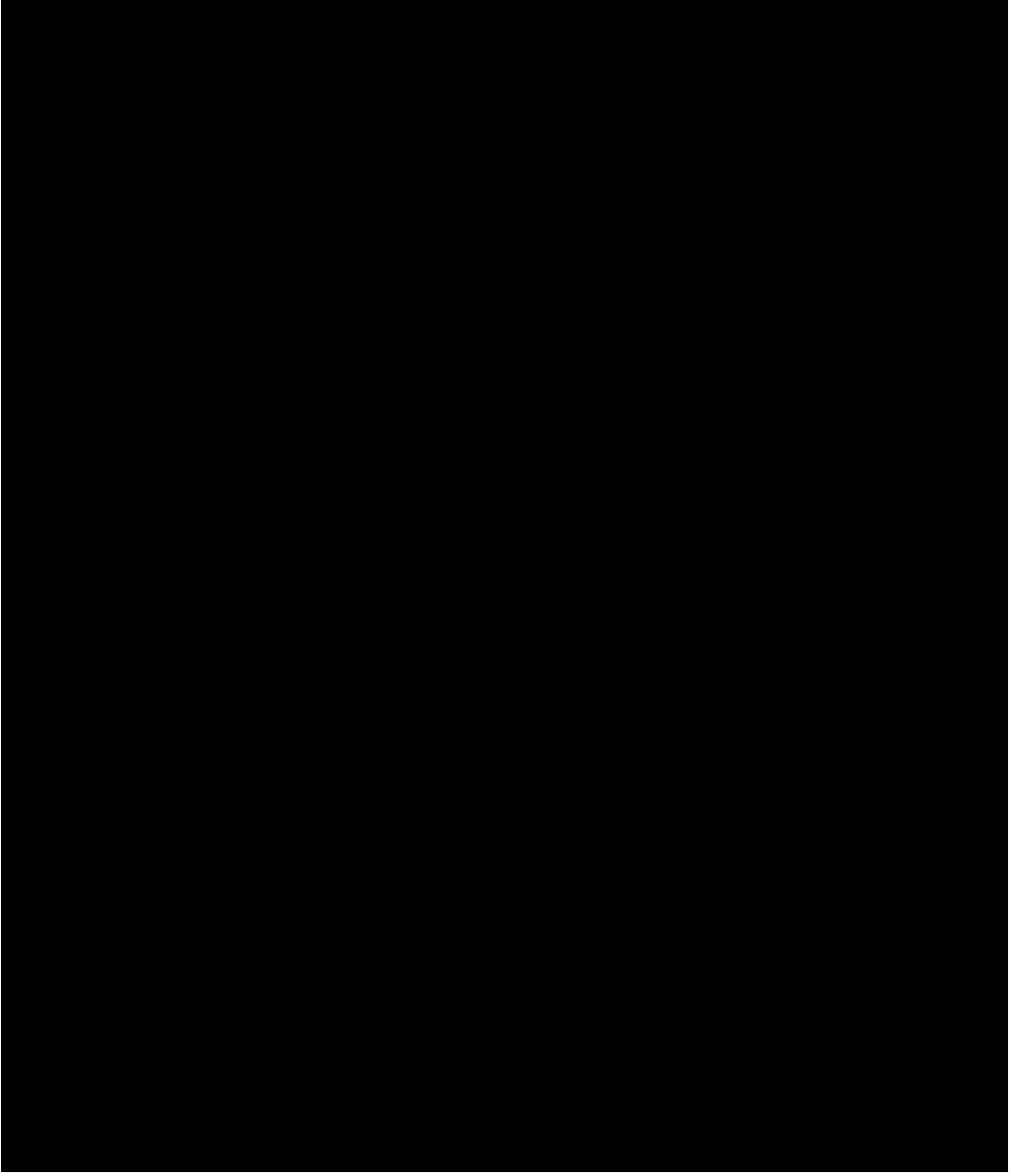
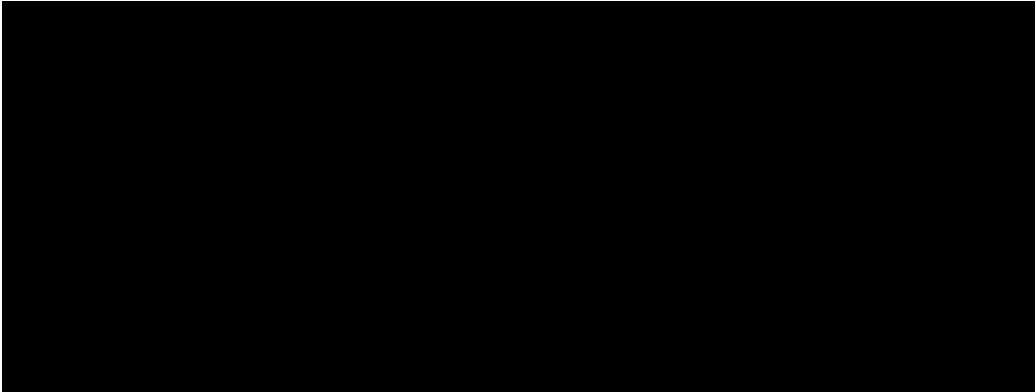
The investigation findings were being shared with other train operators and industry colleagues.

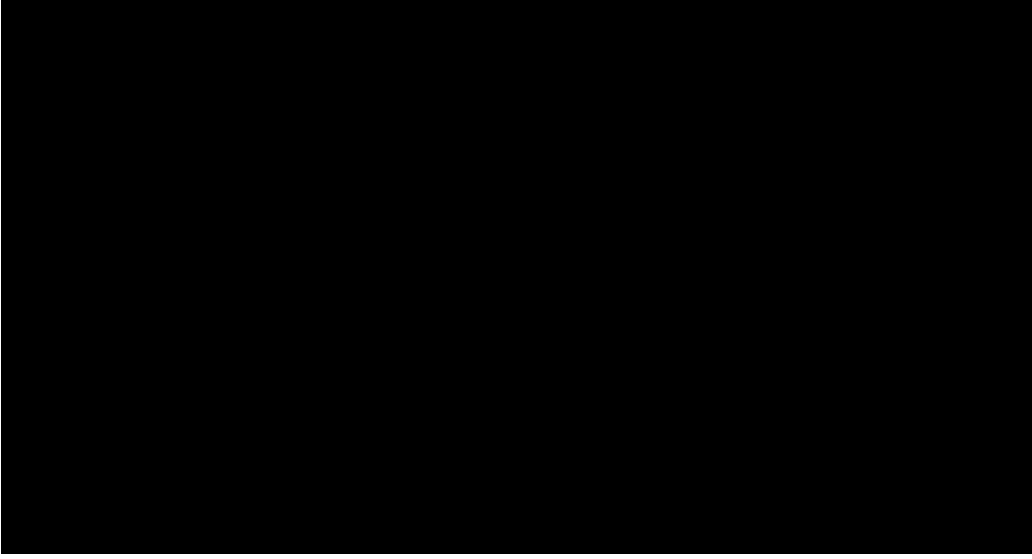
A similar incident occurred at Twyford on 9 June when an empty buggy fell onto the track immediately following turbulence caused by a passing freight train. Stephen Duckworth shared his experiences as a passenger and wheelchair user. He commented that such turbulence felt very powerful and that he routinely turned his wheelchair's power off, which acted as an effective brake, whenever he became aware of trains passing through stations at speed.

- ii. On 6 May 2022 a ScotRail service derailed at Sunnyside Junction in Coatbridge. The train was an empty passenger train moving between two depots. There were no reported injuries.

An investigation into this incident was being conducted, led by a senior investigator independent to the Scotland Region. The incident report was expected to be received shortly. An investigation into the condition of the rolling stock had been commissioned by ScotRail; the findings were awaited.

	<p><u>Chief Financial Officer Commentary</u></p> <p>5. Financial performance Financial performance at P2 was in line with scorecard. The Board requested an aide memoire on the scorecard, explaining how targets were set, who set them, etc.</p> <p>6. Cashflow The Treasury Committee had been briefed on a drawdown of an intercompany loan during P2. This was subject to a review, the findings of which would be reported back to the Board.</p> <p>7. Regulatory Escalator There had been some changes to the Regulatory Escalator. The main concern related to the reliability of data on environmental matters that went into the public domain. An immediate step was to be clearer about what published data had been assured and what data was still being assured.</p> 	<p>Jeremy Westlake</p> <p>Jeremy Westlake</p>
22/86	<p><u>Trackworker Safety Task Force</u></p> <p><i>Nick Millington joined the meeting.</i></p> <p>The Board discussed paper 50/22, an update on the Safety Task Force and the work being done to close actions required to discharge the two Improvement Notices on track worker safety ahead of the due date of 31 July 2022. The paper also described the work that would continue beyond the compliance date to embed the changes made.</p> <p>The Board noted that since April 2022 the ORR had been undertaking surveillance in the routes. The findings of that surveillance, some of which had already been shared, would be discussed by the ORR and Network Rail in early July 2022.</p> <p>The Board discussed how work using human forms of 'lookout' was nearly as low as reasonably practicable. Nine of the 13 routes did not use human lookouts. Semi-automatic Track Warning Systems (SATWaS) would help reduce usage of human lookouts further. However, it was not possible to eliminate human forms of lookout entirely. Since January 2022 each route had a register of where lookout working had been permitted, which explained in each case the rationale for lookout working and included director sign-off.</p> <p>It was explained that the Safety Task Force board would continue to meet until the end of 2022, with substantially all the work being done by August 2023. For the small amount of work still to be completed, timebound actions plans were in place. Progress against these plans would be monitored by the Company and the ORR through level 1 assurance meetings in the Regions.</p> <p>The Board discussed proposed changes to the 'Person in Charge' (PiC) role and the challenges of people thinking accidents "<i>won't happen to me or in my depot</i>". Three pieces of work were being done to address this: (i) simplifying the Network Rail Standard for "The safety of people at work on or near the line"; (ii) introducing a simplified training structure; and (iii) using a new system for planning works. The PiC role had been reviewed and a 'proof of concept' (which separated out some of the tasks the PiC did) was being trialled.</p>	

	<p>The Board congratulated Nick and the Safety Task Force Board for all their efforts in closing the actions required to discharge the Improvement Notices, and for helping to make colleagues working on or near the track safer.</p> <p><i>Nick Millington left the meeting.</i></p>	
22/87		
22/88		

		
22/89	<p><u>Regional Presentation – North West & Central</u></p> <p><i>Jane Cornthwaite, Kamini Edgley, Dave Penney, Sally Rose and Denise Wetton joined the meeting.</i></p> <p>Tim Shoveller outlined how his approach to building a strong team had proved successful over the recent weeks while he was engaged in trades unions negotiations. His leadership team structure had helped with sharing knowledge and experience, which flowed down to the wider team. This ethos was further enhanced by the strong outward focus of the team and its engagement with train operating companies and through the independent NW&C Railway Industry Board.</p> <p>Amongst other things, the Board discussed:</p> <ol style="list-style-type: none"> 1. NW&C's performance in 2021/22, in particular the focus given to improving trackworker safety. Those improvements had, however, reduced the amount of track access that was available. The team was therefore looking at different ways of working. 2. the Region's performance during recent strike action by RMT members. A lot of planning had taken place to keep lines open. Thanks to the dedication and commitment of colleagues stepping up to keep services running for passengers, the Region ran the services it had committed to. 3. planning for the Commonwealth Games in Birmingham from 28 July to 8 August 2022 continued. Lessons learned from managing train services during the recent industrial action were being incorporated into that planning. 4. how safety and technical competence was being improved by tackling both culture and accountability. The Board also heard how a number of different safety initiatives were now being addressed under one umbrella, via the Region's five key outcomes of Safety, Efficiency, Service, Sustainable Growth and our People. This would be discussed further at a Safety, Health & Environmental Compliance Committee meeting. 5. the work the NW&C leadership team had been doing on improving the effectiveness of their communications, and how that was being used to empower both themselves and their teams. 	

	<p>6. the approach NW&C had taken to delivering the Stand Up for Race Equality sessions. Work was being done to make these sessions scalable and more mobile.</p> <p>7. the benefits stemming from the NW&C Railway Industry Board and closer collaboration with train operating companies. This was particularly important for improving train services and in respect of planning for the December 2022 timetable change.</p> <p>The Board thanked the team for an interesting conversation.</p> <p>Noting that Sally Rose would soon be leaving Network Rail, the Board wished her well.</p> <p><i>Jane Cornthwaite, Kamini Edgley, Dave Penney, Sally Rose and Tim Shoveller left the meeting.</i></p>	
22/90	<p>[REDACTED]</p> <p><u>Birmingham Gateway re-authority</u></p> <p><i>Dan Robinson and Steve Twist joined the meeting.</i></p> <p>[REDACTED] updated the Board on the steps required to close out the Birmingham Gateway Project. [REDACTED]</p> <p>The Board was now asked to approve the proposed next steps, [REDACTED] and authorise the settlement of the Multi Storey Car Park (MSCP) claim at mediation in accordance with legal advice.</p> <p>After due consideration [REDACTED], the Board:</p> <p>[REDACTED]</p> <p>2. ENDORSED the proposed next steps;</p> <p>3. AUTHORISED the settlement of the MSCP proceedings at mediation in line with legal advice;</p> <p>[REDACTED]</p> <p><i>Dan Robinson, Steve Twist and Denise Wetton left the meeting.</i></p>	
22/91	<p><u>Supply of Electricity Sourcing Strategy</u></p> <p><i>Clive Berrington joined the meeting.</i></p> <p>The Board considered paper 54/22 which set out a proposed sourcing strategy for the supply of traction and non-traction electricity. The proposed strategy was designed to implement the recommendations of the utilities category strategy, meet customer needs, improve value add and align to future industry strategy.</p>	

	<p>The Board discussed:</p> <ul style="list-style-type: none"> • how this proposed strategy would impact on projects COPPA and TraPPA, noting that this strategy would be an enabler of those projects; and • the extent to which this strategy could be used to leverage the harvesting of more granular consumption data. <p>The Board also requested an update on previous discussions when it was queried whether it was possible for Network Rail's power supply to be awarded 'protected' status, both in the short- and long-term.</p> <p>The Board ENDORSED the proposed sourcing strategy.</p> <p>The Board also DELEGATED authority to the C&P Procurement Executive Panel to approve the final sourcing strategy, award recommendation, and any future variation provided it was within the contract change threshold (up to 10% of the initial total contract value).</p> <p style="text-align: right;"><i>Clive Berrington left the meeting.</i></p>	<p>Jeremy Westlake</p> <p>Clive Berrington</p>
22/92	<p><u>Network Rail Ltd – Annual Report & Accounts 2022 (ARA) and Annual General Meeting 2022 (AGM)</u></p> <p>The Board discussed two papers (ref: 55/21) related to the ARA. The first paper presented the key financial results. The second paper sought specific approvals related to the Viability Statement and that the ARA as a whole was “fair, balanced, and understandable”. As the ARA was not yet finalised, the Board was also asked to appoint a sub-committee to review and if appropriate, formally approve the final version of the ARA.</p> <p>The Board noted that the Audit & Risk Committee had reviewed a substantially complete draft of the ARA and recommended it to the Board for approval once finalised and signed-off by the National Audit Office. It was currently expected that the ARA would be laid before Parliament on 13 July 2022.</p> <p>The Board:</p> <ol style="list-style-type: none"> 1. APPROVED the Viability Statement in the Annual Report and Accounts 2021/22; 2. APPROVED the Annual Report and Accounts 2021/22 as being “fair, balanced, and understandable”; 3. APPROVED the appointment of a sub-committee of the Board to approve the Network Rail Limited Annual Report and Accounts 2021/22. That sub-committee to comprise of any three directors, to include at least one of Mark Bayley, Jeremy Westlake and/or Andrew Haines; and 4. APPROVED the Network Rail Limited Notice of the Annual General Meeting 2022 and associated paperwork 	
22/93	<p><u>Committee updates</u></p> <p>The Board was updated on recent meetings of the:</p> <ul style="list-style-type: none"> • Property Supervisory Committee • Nomination & Remuneration Committee • Safety, Health & Environmental Compliance Committee 	

	<ul style="list-style-type: none"> • Treasury Committee • Audit & Risk Committee. 	
22/94	<p><u>Company Secretary's report</u></p> <p>Having reviewed paper 59/22 the Board:</p> <ol style="list-style-type: none"> 1. NOTED the planned amendments to the Power of Attorney permitting the electronic signature of deeds; 2. NOTED the resignations of Matt Cartledge as director of NR Corporate Secretary Limited and Stuart Kelly as director and secretary from several subsidiary companies as set out in the paper; 3. AUTHORISED the Chair to formally appoint Stuart Kelly's replacement as the company secretary for Network Rail Limited and Network Rail Infrastructure Limited; 4. RATIFIED the extension of the Rail Advertising Concession Agreement with JCDecaux Ltd, as well as the increase in the total value of the contract; 5. RATIFIED the use of the Company seal; 6. APPROVED the changes to the Delegation of Authority Policy in accordance with the appendix to paper 59/22; 7. APPOINTED the Chief of Staff as an alternate to the Chief Executive or Chief Financial Officer for the purposes of forming a quorum for Executive Leadership Team meetings and decisions; and 8. APPROVED the Modern Slavery Statement 2021/22. 	
22/95	<p><u>Chair's letter re 2021/22 priorities</u></p> <p>The Board noted paper 61/22. Each year the Secretary of State advised the Chairs of arms' length bodies of the Government's priorities for them in the coming year. The Board had been kept updated on progress against these priorities during the year. This paper now set out how the letter for 2021/22 had been formally closed out.</p>	
22/96	<p><u>Prosecution report</u></p> <p>The Board noted the Prosecution Report (paper 61/22).</p> <p>The Board noted the update on the Inquest into the death of Cleveland Gervais and asked what would happen next. The coroner allowed Mr Gervais' family to make further submissions to the Court. An update on those submissions and next steps would be circulated to the Board.</p>	Stuart Kelly
22/97	<p><u>Delegated Authority</u></p> <p>The Board noted the delegated authority report (paper 62/22)</p>	
22/98	<p><u>Board agenda planning</u></p> <p>The Board reviewed the draft agenda for the September 2022 meeting.</p>	

22/99	<p><u>Any other business</u></p> <p>The Board noted that on 20 May 2022 the Joint Committee on Vaccination and Immunisation (JCVI) had said that it's view at that time was that Covid-19 booster vaccinations should be offered to a range of specified groups. Network Rail would consider whether it should buy any vaccines to offer to its frontline workers.</p> <p>The Board noted that this was the last Board meeting for both Stuart Kelly, Group General Counsel and Company Secretary, and Caroline Murdoch, Director Corporate Communications, who were leaving Network Rail.</p> <p>Both Stuart and Caroline were thanked for their hard work and energy. They would be missed.</p>	Martin Frobisher
Date of next meeting: 22 September 2022.		
<p>..... Chair</p>		