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Minutes of a Meeting of the Board held on Thursday 20 March 2025 at Network Rail (the Company), Boardroom, St Patricks House, Cardiff, CF10 5ZA

Present	Mike Putnam (Acting Chair) Ismail Amla* Carolyn Battersby Mark Bayley Stephen Duckworth Sir Andrew Haines	Stuart Harvey David Noyes Dyan Perry Fiona Ross Steve Scrimshaw (left at 3.30pm) Jeremy Westlake
In attendance	Susan Beadles David Leam Mimi Ajibadé Molly Neal Sachna Shah (Board apprentice)*	
	Rob Cairns (Item 25/053) & (Item 25/054) Jeff Davies (Item 25/054) Alex Deas (Item 25/054) Martin Frobisher (Item 25/055)* Anit Chandarana (Item 25/055)* & (Item 25/058)* Martin Jones (Item 25/055)* Tim Kersley (Item 25/055)* Lawrence Bowman (Item 25/056) & (Item 25/057) *via videoconference	Liam Sumpter (Item 25/056)* & (Item 25/057)* Pauline Holroyd (Item 25/056) & (Item 25/057) Henry Bates (Item 25/058)* Malcolm Pitt (Item 25/058)* Alison Smith (Item 25/058)* Paul Marshall (Item 25/059) Clive Berrington (Item 25/060)* Glen Combe (Item 25/060)* Jake Kelly (Item 25/060)* Julia Territt (Item 25/060)*
Apologies	None	

No.	Item	Actions
25/042	**Acting Chair's opening remarks** The Acting Chair welcomed everyone to the meeting. The meeting was declared quorate. The Acting Chair provided an overview of the meeting's agenda including new form performance reports on capital delivery and asset management for the first time. Frontline staff from Wales & Western would join the Board for lunch. Board reflected on: • The Stakeholder Dinner held the evening before the Board meeting. • The sentencing hearings around the historic incidents at Surbiton and Margam and the impact these incidents have had. • Bek Seeley's appointment by the DfT as chair of London & Continental Railways Limited was imminent. • Dame Bernadette Kelly, Permanent Secretary at the Department for Transport (DfT) was stepping down in June 2025. • The DfT's launch of train services performance data at stations on 6 March 2025.	
25/043	**Minutes of previous meeting** The minutes of the Board meeting held on 13 February 2025 were **APPROVED.**	GovSec
25/044	**Action Schedule** The Board reviewed the action schedule and **NOTED** the responses to the actions.	

Action	Response
Action 25/032 – Modernising Maintenance	This was included in the Board report for this meeting. The action was closed.
Action 25/032 – RAIB Report on the Cumbrian Derailment	The action was now with the SHEC committee. As a Board action it was now closed.
Action 25/032 – Sexual harassment	This was an ongoing matter with updates to be included in future Board reports. The action was closed.
Action 25/032 – CFO Report – Improvements to the Regions and Functions sections	The Board was updated on the ongoing work.

The Board acknowledged the effectiveness of its action management.

25/045

<u>Directors' interests</u>

The Board **NOTED** the interests of the following directors:

- Stuart Harvey as Chief Capital Officer of Transport for London (TfL).
- Mike Putnam as Vice Chair of the Supervisory Board of Arcadis NV.

Stuart Harvey declared a potential situational conflict between the interests of TfL and those of Network Rail in connection with matters reported in the annual Performance Report from Wales & Western region. The Acting Chair noted the potential conflict of interest and that no decisions were being made in relation to this item, so there was no reason to exclude Stuart from the discussions. The Acting Chair proposed not to preclude Stuart Harvey from contributing to the discussions and the other non-conflicted directors were content with this proposal.

25/046

<u>Train Control Partnership Contract (TCP) – exercising extension options)</u>

The Board considered the contents of paper 21/25 which requested the Board to delegate additional authority to vary (A2V) to the ELT in respect of the TCP framework agreement, to permit the ELT to authorise extensions to the term for years 7 and 8 provided the total value of the framework agreement did not exceed £900m.

Following due consideration, the Board **DELEGATED** the additional authority to vary (A2V) as requested.

25/047

<u>Police Services Agreement between NRIL and British Transport Police</u>

The Board considered the contents of paper 22/25 which advised that Network Rail Infrastructure Limited (NRIL) would be entering into a new Police Services Agreement with British Transport Police (BTP), the terms of which had been authorised by the Chief Financial Officer.

The Board noted that negotiations for enhanced services from BTP, including increased police personnel to respond to incidents of trespass, had been put on hold by BTP whilst it addresses the consequence of the latest budget round.

The Board **INSTRUCTED** the Governance & Secretariat team to arrange for the agreement to be executed as a deed.

25/048

<u>Company Secretary's Report</u>

The Board considered the contents of paper 23/25 which provided an update from the Company Secretary, which was taken as read.

Following due consideration, the Board:

1. **NOTED** the Governance & Secretariat Team will keep Board members appraised of the implementation of identity verification by Companies House, and of the plan for managing the process for Board members.
2. **NOTED** that Network Rail Development Limited's Financial Statements for the year ended 31 March 2024 have been filed at Companies House.

	3. **NOTED** the expiry of the appointments of Keith Williams, Dyan Perry, Heidi Mottram, Anthony Poulter as directors of Great British Railways Transition Team Limited, with effect from 28 February 2025. 4. **NOTED** the further changes planned of the board of Great British Railways Transition Team Limited. 5. **RATIFIED** the use of the Company seal.	
25/049	**Prosecution Report** The Board considered the contents of paper 24/25. The paper was taken as read and **NOTED**.	
25/050	**Committee updates**	
	Safety Health and Environmental Compliance Committee Update The Board **NOTED** the contents of paper 23/25 which recorded the verbal summary, given to the Board at its previous meeting on 13 February 2025, of the matters considered at the 10 February 2025 meeting of its Safety Health and Environmental Compliance Committee. The paper was taken as read.	
	Treasury Committee update The Board **NOTED** the contents of paper 24/25 which reported on the matters considered at the 26 February 2025 meeting of its Treasury Committee. The paper was taken as read.	
	Audit and Risk Committee update The Board **NOTED** the contents of paper 25/25 which reported on the matters considered at the 26 February 2025 meeting of its Audit and Risk Committee. The paper was taken as read.	
25/051	**Approval of draft minutes for the 20 March 2025 meeting** The draft minutes covering the Consent Agenda section for the Board meeting held on 20 March 2025 were **APPROVED**, subject to inclusion of a note of the pausing of negotiations with BTP in connection with the provision of any enhanced services.	
25/052	**Board Report** The Board reviewed the comprehensive Board report. The Board focused its discussion on the following: • **Level crossing accidents:** There had been two accidental fatalities at level crossings. At Barnham the crossing does not have whistle boards because the sighting is adequate. Changing signage required secondary legislation. The Company was exploring alternative methods to alert people of the dangers of crossing the railway. A new safety campaign was planned to enhance safety awareness. • **The National Union of Rail, Maritime and Transport Workers (RMT) leadership change**: Eddie Dempsey had been recently elected as RMT General Secretary having previously been RMT's Senior Assistant General Secretary. • **December 2025 timetable change:** The Company was evaluating applications from freight companies. The DfT had commissioned a train staff readiness review. The Company was in the midst of making recommendations to the ORR regarding new access applications and the final decision rested with the ORR. • **GBR update and new DfT leadership**: Richard Goodman, the newly appointed Director General of Rail Reform and Strategy would meet the Acting Chair next week. The Chief of Staff would provide a note for the Acting Chair in advance of the meeting. • **Senior executive hires**: The Board noted that Dave Hooper would be joining Network Rail as the RMD, Southern region in May 2025. **Eastern region update**: The Board **NOTED** the update on the region, including: • Progress was being made in implementing the improvement plan. Anglia route had the best train performance.	

	• There had been a serious deterioration in punctuality on the North London Line since services were increased. This was due to the quantum and mix of traffic and ageing infrastructure. • The East Coast South route was performing better under the new timetable. • The East Midlands route was now stable. • The North & East route remained difficult to turn around because of resource constraints. • A deterioration of performance on the East Coast Mainline is anticipated when the December 2025 timetable is introduced. **Southern region update:** The Board commented that the region had been included on the Regulatory Escalator because of train cancellations. There were issues resourcing the timetable change because of driver attrition in Kent. Wessex route had too many prolonged incidents with four major disruptions. The route's problems were not systemic but would be monitored closely. There being no further questions, the rest of the Chief Executive Officer's Report was taken as read and **NOTED.**	
	<u>Chief Financial Officer Report</u> The Board considered the Chief Financial Officer's report. The Board focused its discussion on the following: • The Chief Financial Officer updated the meeting on the spending review. The Board **NOTED** the Company's approach to addressing requests from the DfT arising from the spending review. • The updates on DevCo and Project Reach. There being no further questions, the rest of the Chief Financial Officer's report was taken as read and **NOTED.**	
25/053	**<u>Region Update - Wales & Western</u>** *Rob Cairns joined the meeting* The Board considered paper 28/25. Rob Cairns highlighted the key points in his paper. The on-time performance metric was at 62%, with train performance improving from winter to spring. The region was restructured to put engineers and managers in local teams for faster decisions, and maintenance schedules were recast for sustainable performance. The region was starting to make data-based decisions and understanding the appropriate sequencing of work. For example, balancing volunteering days with work priorities. Safety was being promoted through a culture of decency, encouraging behaviours that intrinsically prioritise safety. The Board's discussion focussed on the following: • **Priority assets** - Alignment of the incentives across teams changes behaviour within teams leading to improved performance and cost efficiency. The region had started by identifying the things that were preventing improvements in performance, identifying the 'golden assets' that were key to train service delivery and in which it would be cost effective to prioritise them and proactively prevent them from failing. The region had also focused on the small number of assets where the data showed a prolonged response time when they fail. Proactively preventing these assets failing improved On Time Performance. • **Performance metrics** – The Chief Executive had challenged the five RMDs to agree on some common leading indicators, noting that the work Rob Cairns had done in W&W was commendable. A high-level set of leading indicators would be monitored by the Executive Leadership Team and shared with the Board. The Board requested specific leading indicators for each region, on which the regions would include in their annual performance reports to the Board.	

- **Safety** – The Board considered the number of close calls in the region and was updated on safety and the work done thus far. The Board was informed that the immediate focus is on continuing to reduce risk to track workers by simplifying work packs, improving 019 assurance, and driving local action improvements.
- [redacted]
- **Rail reform**: Wales route was exploring alliancing with Transport for Wales.
- **EDI** – The Board noted that there had been some improvement following the launch of the 'We Are' plan, and the continuing focus on embedding cultural change to support diversity.

There being no further questions, the rest of the paper was taken as read and **NOTED.**

25/054

Capital Delivery Annual Review

Jeff Davies and Alex Deas joined the meeting.

The Board considered paper 29/25.

The Board noted that this was the first Capital Delivery Annual Review, which the Board had introduced following the Board Effectiveness Review. Jeff Davies updated the Board on the overall health of the enhancements portfolio, how the company measures and assures performance of enhancement projects, the analysis of the performance data and future areas of focus.

The Board discussed the information it would like to see in future Capital Delivery Annual Reviews. The Board noted that much of this information sought by the Board was considered at a regional level. The Board agreed that Stuart Harvey would meet with Jeff Davies to agree the information that would be included in the annual performance report in January 2026. This would include information on renewals projects as well as enhancement projects.

Following due consideration, the Board **APPROVED** the recommendations:

1. to establish a stronger programme control guiding mind to lead planning and integration improvements; and
2. for there to be a capital investment scorecard measure, consistently used across the regions.

There being no further questions, the rest of the paper was taken as read and **NOTED.**

Rob Cairns, Jeff Davies and Alex Deas left the meeting.

25/055

Asset Management Performance Report

Martin Frobisher, Anit Chandarana, Martin Jones and Tim Kersley joined the meeting.

The Board considered paper 30/25 entitled 'Asset Management Introduction'.

The Board noted that this was the first Asset Management Performance Report, which the Board had introduced following the Board Effectiveness Review. The Board found the paper helpful as an introduction to the company's approach to asset management.

The Board discussed the following:

- **Structures:** The recent correspondence with the ORR in relation to structural assessment calculations.
- **Golden assets:** The Board endorsed the approach of proactive management of the golden assets that lead to the biggest revenue losses or reputational risk if they fail. Life cycle models allowed the company to monetise the degradation of assets.
- **Fleet:** The impact of changes in fleet on the management of infrastructure are identified by the leadership team for the relevant asset discipline.
- **Overhead Line Equipment:** The Board was advised that the company does understand these relatively new assets and data on defects in the equipment is routinely considered at executive meetings.

	• **Data:** The Board discussed whether the company treated data as an asset and noted the appointment of a Head of Data in the Technical Authority in March this year. The Board was advised that the company did not hold data relating to passengers and the passenger experience. This data was owned by others in various parts of the industry. GBR presented a real opportunity to address this gap. • **Predictive maintenance:** The Board was advised of the company's use of telemetry and remote condition monitoring, as well as the use of historical data on what assets fail and how frequently they fail. The Board queried whether service affecting failures contributed to unattributed delays. The Chief Executive Officer confirmed that delays under three minutes were not generally affected by asset failures. There being no further questions, the rest of the paper was taken as read and **NOTED.** *Martin Frobisher, Anit Chandarana, Martin Jones and Tim Kersley left the meeting.*	ELT
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25/057	**Alliancing and the integration of track and train as Operators enter public ownership: Scotland's Railway** The Board considered paper 32/25 which was taken as read together with paper 31/25. The paper was taken as read and **NOTED.** *Lawrence Bowman, Pauline Holroyd and Liam Sumpter left the meeting.*	
25/058	**Annual Accessibility Update** *Anit Chandarana, Henry Bates, Malcolm Pitt and Alison Smith joined the meeting.* The Board considered paper 33/25.	

	Malcolm Pitt and Alison Smith provided an update on accessibility including the delivery of passenger assistance, especially for elderly passengers. The company delivered passenger assistance at ten stations. The Board discussed: • There had been a change in approach by the new Government, but accessibility had remained central to Government plans for a more customer focused railway. • The company's ability to deliver passenger assistance in the context of the increasing demand was being reviewed. Options for different delivery models were being considered. This included, for example, considering adaptations to station infrastructure to enable passengers to travel by rail independently, rather than relying on assistance. There being no further questions, the rest of the paper was taken as read and **NOTED.** *Anit Chandarana, Henry Bates, Malcolm Pitt and Alison Smith left the meeting.*	
25/059	**FY26 PRP Scorecards Targets and Tapers** *Paul Marshall joined the meeting* The Board considered paper 34/25. The chair of the Nomination & Remuneration Committee summarised the key issues discussed at the committee's last meeting on 6 March 2025 and advised the Board that the committee recommended that the Board granted the approvals as requested in the paper. Paul Marshall presented the paper and reported that after the recommendation of the Nomination & Remuneration Committee, the paper had also been presented to the Department for Transport Rail Board where it was well received. The Board discussed the proposed tapers and targets for the workforce safety metric, Fatality Weighted Injuries (FWI). Following due consideration, the Board: 1. With the exception of the proposal relating to workforce safety: Fatality Weighted Injuries, **APPROVED** the targets, tapers and milestones contained within paper 34/25 for use in the FY26 Scorecard reporting. 2. **REQUESTED** the Chief Executive Officer to reconsider the targets and tapers for the FWI metric, and **DELEGATED** authority for him to approve the final targets and tapers once he was content. 3. **APPROVED** the year-end finalisation process. There being no further questions, the rest of the paper was taken as read and **NOTED.** *Paul Marshall left the meeting*	
[redacted]	[redacted]	

	[redacted]	
25/061	**Committee Updates – Verbal** The following verbal updates were provided: • The chair of the Nominations & Remuneration Committee provided a summary of the committee's meeting held on 6 March 2025. A record of the meeting summary would be included in the pack for the Board meeting in May 2025; • The chair of the Environmental Sustainability Committee provided a summary of the committee's meeting held on 11 March 2025. A record of the meeting summary would be included in the pack for the Board meeting in May 2025; and • The chair of the Property Supervisory Committee provided a summary of the committee's meeting held on 19 March 2025. A record of the meeting summary would be included in the pack for the Board meeting in May. There would be a further two meetings of the Property Supervisory Committee before it was anticipated that it would be wound up. There being no further questions, the updates were **NOTED.**	
25/062	**Draft Board Agenda – 1 May 2025** The Board **NOTED** the next meeting would be held in Glasgow, starting at 8.30 am, and the proposed arrangements for a dinner with stakeholders the previous evening.	
25/063	**Any other business** • Railway 200 – the Board was pointed to the website for an update. Thanks were offered to Stephen Duckworth for being the Board's representative on Railway 200. Railway 200's unique touring exhibition train would open to the public on 27 June 2025.	
	There being no further business the meeting was closed.	
Date of next scheduled meeting: **1 May 2025, in Glasgow.**		
	…………………………………….. Chair	