



**TfW Board minutes**

**17 June 2021**

10:00 – 16:30

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**Attendees**

Scott Waddington (Chair); Alun Bowen; Heather Clash; Vernon Everitt; Sarah Howells; Alison Noon-Jones; and James Price.

In attendance: Natalie Feeley (items 1-3); Leyton Powell (item 2c); and Jeremy Morgan. Operational update session (Part B): Geoff Ogden; David O’Leary; Lewis Brencher; Lisa Yates; Lee Robinson; Alexia Course; Karl Gilmore; and Dave Williams.

The Chair welcomed everyone to the meeting.

**Part A – Full Board Meeting**

**1a. Apologies for Absence**

Nicola Kemmery sent her apologies.

**1b. Notice of Quorum**

A quorum being present, the Chair welcomed everyone to the meeting and declared the meeting open.

**1c. Declarations of Interest**

None declared.

**1d. Minutes & Actions of Previous Meeting**

The minutes of the TfW Board meeting 20 May 2021 were approved as a true and accurate record.

The actions log was noted, with several items to be picked up during the meeting.

**2a. Safety Moment**

As assets are starting to be used intensively again, inevitably there will be some degradation which needs monitoring.

**2b. Customer moment**

A passenger who usually uses the car for journeys into Cardiff instead used the train and provided positive feedback on the cleanliness, space and ability to park and stated that they would definitely use the service again.

## 2c. Safety performance

Leyton Powell joined the meeting. An intermediate face-to-face meeting paper for controlled areas such as Llys Cadwyn, is in development.

The Board were updated on TfW Rail health and safety performance over the last period. There was one fatality, no RIDDOR-reportable incidents, one SPAD and no dispatch irregularity incidents. However, several physical assaults on staff were reported, with instances doubled from the previous period, mainly attributable to more travellers, the opening-up of the night-time economy and alcohol related behaviour. This has caused an increase in the fatality weighted index, but it remains within the predicted figures. Workforce incidents have increased but are minor in nature. The Board discussed the increase in physical assaults and whether more can be done to work with BTP to highlight successful prosecutions as a deterrent to bad behaviour, as is done by South Wales Police [Action LP].

There was one cable strike of a redundant cable during the period. The incident is being investigated and several bulletins have been issued and forums held.

Incidences of trespassing are being reviewed with the first set of data having been made available. CVL 'hot spot' reporting is about to commence which will include level crossing misuse.

## 3a. CEO report

In general terms last month was busy, but in a more positive way in settling down to more business-as-usual activities. The need to plan and operate in an efficient multi-modal way continues and there is a particular need to bring together future customer needs and the data held on local authority development plans, bus timetables and other elements required to deliver a truly multi-modal transport network.

The senior team continues to work well together in time of pressure and need to be thanked.

There is an on-going need to strike the right balance between delivering for the here and now and delivering for the future. [REDACTED]

Discussions have taken place with Network Rail regionally and nationally around the Williams Review and the impact on TfW. It was determined that there is no interest in impacting on TfW's brand or plans, and Network Rail are interested in how track and services have been brought together in Wales. Staff have been briefed on the review, setting out that it is unlikely to have any significant impact on TfW.

[REDACTED]

The Board discussed ownership and delivery of 'tricky issues' to ensure more clarity and more cohesive joined-up working. The Board agreed the importance of bring these issues to this forum for advice and to explore the merits of joint objectives across directorates.

## 3b. Finance

The Board were updated on key finance activities over the last period:

- The Annual Report and Financial statements will be published in late July.
- Work is on-going to gain a deeper understanding of TfW Rail around the key drivers and costs.

- Bus funding will likely be released and form part of the impending funding letter from the Welsh Government.
- The first Active Travel grants are to be paid in July, as well as payments to Traws Cymru.
- Corporate KPIs are still in development and discussions with the Welsh Government are on-going.
- Work has concluded on CVL valuation as part of external audit.

The Board noted the management accounts for May 2021 and discussed the reasons for the underspend which were due to increased passenger revenue, phasing of costs and project underspend against the revenue budget; and maintenance costs and CVL transformation against the capital budget.



The Board also received updates on risks and opportunities and a draft letter of comfort from the Welsh Government. The Financial Statements for the year ending 31 March 2021 were presented to the Audit and Risk Committee on 11 June. It was agreed to give delegated authority to James Price and Heather Clash to approve any non-material final changes to the Annual Report and Financial Statements prior to publication.

The Board reviewed and approved a revised Delegations matrix which included several changes around subsidiary structures and banking, increased approval levels, items around CEO and NED appointments and inclusion of the Major Change Projects Committee.

### **3c. Update on sub-committees**

The Board noted updates from the Customer and Communications and People committees. A sub-group of the People Committee has been set-up to review pay proposals.

The Board considered and approved an Audit and Risk Committee recommendation that:

- James Price and Heather Clash sign a representation letter to KPMG;
- James Price sign the financial statements on behalf of the Board.

The Board expressed its thanks to the team for preparation of the accounts.

### **3d. TfW Steering Board**

The last meeting of the Steering Board included discussions on funding (particularly capital funding), TfW's Articles of Association, GB Rail, an update on the FIT programme, services to the Heads of the Valleys, and a draft note from the Welsh Government on casualisation.

### **4. Confidential HR session**

See separate minute.

### **5. Any other business**

None.

[Cont'd]

## **Part B – Operational update session**

Lewis Brencher, Leyton Powell, Alexia Course, Karl Gilmore, Lisa Yates, David O’Leary, Dave Williams and Geoff Ogden joined the meeting.

### **6a. Social distancing**



The Board agreed that the Chair of the Audit and Risk Committee would write to the Welsh Government setting out TfW’s position, that the current regulations are unworkable and that people should take personal responsibility for using TfW services [**Action LB, AB**].

### **6b. Risk register**

Rail risks are in the process of being transferred to TfW’s Risk Management System. Populating the ARM database from several segregated risk registers across the business is nearly complete and a data cleanse is planned for July/August. There are currently 735 open risks / issues across all levels in ARM, of which three are scored Very High and classed as “Board level risks”. During the period, a significant amount of time has been spent analysing the quantitative data for the CVL programme to support Milestone 9 completion. Following the successful conclusion of Milestone 9, work is planned to refine the monthly risk outputs.

The Board discussed mitigating action around risks on reclaiming EU funding, funding availability from Welsh Government for 2021-22, and delayed delivery of CVL Transformation as a consequence of COVID-19.

### **6c. CVL update**

Milestone 9 was delivered on 11 June which included more than 400 deliverables. Two deliverables have moved to a later milestone. The Board discussed the merits of applying liquidated damages for late delivery. It was agreed that issues around third parties causing delays should be escalated.

The Board noted the Live Contract Schedule.

### **6d. Milestones**

The Board noted progress against corporate and programme milestones.

### **6e. Communications update**

The Board noted the Communications and Engagement dashboard. Whilst May was a broadly positive month from a TfW brand perspective, there is increased scrutiny as a result of increasing numbers of passengers which will impact on brand perception. Actions are in place to respond to this challenge from a communications perspective. Increased scrutiny is expected as customer expectations start to exceed what can be delivered as a result of government policy and service challenges. Work continues on preparing for positively encouraged increased demand, but in the meantime, the focus remains on engaging with audiences and responding to their needs.

#### **6f. New website**

Alexander Skipwith and Derek Gannon joined the meeting to introduce the new TfW website. The website will bring together the TfW and TfW Rail websites and will be future proofed to include all modes. The Board emphasised the need to ensure that all modes are treated equally and given more prominence on the front page and felt that the current design looked like a rail product.

#### **6g. Bus update**

The Board were updated on latest developments across BES, Network Design and Development, Operating models design and development, concessionary cards and travel, Traws Cymru, and Fflecsi.

Partner working groups now meeting around finance and funding, network development, passenger experience, commercial partnership relationships and decarbonisation. The Welsh Government has a bus engagement and governance structure which includes a Bus Partnership Group overseeing a Partnership Board and a National Bus Steering Committee.

The Chair thanked all who attended and contributed to the meeting.