



TRAFNIDIAETH CYMRU TRANSPORT FOR WALES

TfW Board minutes

20 February 2025

09:00 – 16:00

Venue – Llys Cadwyn and Teams

Attendees: Scott Waddington (Chair), Alun Bowen, Heather Clash, Vernon Everitt, Rhian Langham, and James Price.

In attendance: Ian Lucas (Associate NED), Jeremy Morgan, Stephen Morgan, Sam Hadley (TfW), Peter McDonald (Welsh Government), Andrew Morgan (WLGA) and Alan McCarthy (Unite).

The Chair welcomed everyone to the meeting, particularly Ian Lucas who joined the Board as an Associate Non-Executive Director.

1a. Apologies for Absence

Louise Cheeseman and Vinay Parmar.

1b. Notice of Quorum

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

1c. Declarations of Interest

None.

1d. Minutes & Actions of Previous Meeting

The minutes of the TfW Board meeting 16 January 2025 were approved as a true and accurate record. The Actions Log was noted.

1e. Safety moment

Seamus Scallan joined the meeting.

The Board discussed the recent release of a report into the investigation and prosecution of Network Rail by the Office of Rail and Road (ORR) into the Margam rail incident in July 2019. The findings of the report will be analysed and shared with the Board [**Action Seamus Scallan**].

1f. Customer moment

The CEO shared his recent experience of working with the onboard cleaning team. The CEO was impressed with the commitment and positivity around working for TfW, and the help provided to other colleagues and customers.

2. Safety update

Josh Hopkins joined the meeting.

The Board received and noted an overview of the Health, Safety and Resilience report contained in the pack. The Board were updated on:

- Ongoing work around hydrogen busses, bus franchising and health and safety audits.
- Various metrics including non-workforce, workforce incidents and assaults which are all showing an improved position. A series of safety reminders is planned to encourage people to come forward with concerns.
- A meeting next week with BTP around safety for women and girls.
- Pullman Rail Ltd. A recent site visit was undertaken with several recommended actions to be taken forward and the implementation of an intervention plan.
- Lessons learned from the winter season around resilience and reviewing potential changes to the risk profile for next winter in terms of cold weather systems **[Action Seamus Scallan]**. The Board recommended independent assurance around any revised risk profile **[Action Seamus Scallan]**.

3. Strategic risk management

The Board noted the content of the strategic risk management report.

The Board were updated on a recent workshop held with ELT to review the risk management process. The Board agreed for the Audit & Risk Committee to review the risk management process and risk appetite **[Action Alun Bowen]**.

Seamus Scallan and Josh Hopkins left the meeting.

4. CEO report and update

The Board received an overview of the Chief Executive Officer's report:

- The Board welcomed the appointment of Marie Daly as Chief Operations Officer. The Board noted the planned changes to Jan Chaudhry Van de Velde's role from 1 April.
- Operational rail performance has continued on a better trajectory. Wales and Cross Borders figures were again dominated by the impacts of storms and bad weather and more work is to be done with Network Rail on improving overall performance across this part of the network. The Board noted and welcomed the continuing resilience of the CVL during the period, partly attributable to the increased focus on vegetation management.
- Ongoing communications with local authorities over the bus agenda continues to be positive. Internally, work continues around increasing commerciality, safety strategy, fleet ownership and management and plans for engaging with Municipal Bus Companies.
- The more stringent financial controls implemented on CVL appear to have been a positive intervention and there is increased confidence in ending the financial year in line with expectations. The Board noted the caveat that as the programme moves towards its conclusion, it is becoming more difficult to be very precise about exact outturn figures due to reduced value engineering opportunities.
- Work continues to deliver the T Network. There will be an increased focus on the programme over the next few months through a series of proactive interventions.

- Ongoing discussions with CAF around improving output are providing some positive outcomes which will need to be sustained. Work continues to agree a safe phased process to introduce CAF units to the Cambrian line sooner than September 2026.
- Continuing dialogue with the Welsh Government, Network Rail and GBRTT on what Great British Railways will look like in Wales and how both Welsh Government and TfW will work with the new entity. The Board emphasised the need for the Welsh Government to be provided with a clear blueprint on what will work in Wales.
- Two appearances at Senedd scrutiny committees and an interview with the BBC were well received.

Alan McCarthy left the meeting.

5. Finance

The Board noted the management accounts for TfW for January 2025 and TfW Rail Limited for rail periods 10 and 11. The Board noted low variances against budget; rail passenger revenue figures; closure of the funding gap before year-end; [REDACTED]; the position around Active Travel Grants; acceptance of Class 398s and Class 197s into service; and the latest on development of the 2025/26 budget.

The Board discussed regional funding and interaction with CJs along with the need for an Executive discussion around bus farebox risk **[Action James Price]**. In the context of the medium term financial plan, the Board requested further information and clarification on capacity driven revenue growth **[Action Heather Clash]**.

6. TfW Fibre update

Dave Happy and Alexia Course joined the meeting

The Board were updated on the status of the company and potential future activities. [REDACTED]

The Board requested a further update on the Fibre business at April's meeting.

Rhian Langham Dave Happy and Alexia Course left the meeting.

7. Project Deacon

Jan Chaudhry Van de Velde joined the meeting.

The Board discussed rail replacement services. [REDACTED]

Jan Chaudhry Van de Velde left the meeting.

8. IT strategy update

Mandy Garrett joined the meeting.

The Board were updated on the implementation of the IT and Digital Services strategy. The Board noted updates on digital and technology impacts to the business; the five guiding IT and digital services objectives; and next steps. A discussion took place around maximising the value of data and the need to produce a one-page summary on data consent **[Action Mandy Garrett]**.

Many Garrett left the meeting.

9. CVL update

The Board were updated on recent progress on the CVL programme, noting progress with energisation, an interim fix to the beacon issue discussed last month and efforts to accelerate the Class 398 plan.

The Board approved a recommendation to take forward a proposed interim account settlement with AIW. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

10. Board sub-committees

The Board approved updated Audit and Risk Committee terms of reference and received an update on the recent Major Projects Committee meeting.

11. Subsidiary Boards

The previous TfW Rail Board focussed on Cambrian services, lease extensions, rail performance, safety, and commercial and marketing.

12. Steering Board

January's TfW Steering Board focussed on finance, governance, update from the CSNWT, CVL, Pullman Rail, and the TfW CEO report.

13. Confidential session

The Board entered in a confidential session.

The Chair thanked everyone for their attendance and contributions and closed the meeting.