

RADIOACTIVE WASTE MANAGEMENT LIMITED
(the "**Company**")

Minutes of the 26th meeting of the directors of the Company
held at Building 587, Curie Avenue, Harwell, Didcot, Oxfordshire OX11 0RH on 31st January
2017 at 10.00

PRESENT:

Mr David Batters	(Chairman)
Mr Claes Thegerström	(Independent Non-Executive Director)
Professor Michael Bowman	(Independent Non-Executive Director)
Mr Bruce McKirdy	(RWM Managing Director)
Mr Kiernan Doherty	(NDA nominated Non-Executive Director)
Professor Melanie Brownridge	(NDA nominated Non-Executive Director) (via videoconference)
Mr Peter Lock	(RWM HSSEQ Director)
Mrs Ann McCall	(RWM Waste Management Director)
Mr Paul Vallance	(NDA nominated Non-Executive Director)

IN ATTENDANCE:

RWM Company Secretary (via video conference)
PA to Managing Director

1 CHAIRMAN'S INTRODUCTION AND CONFLICTS OF INTEREST

- 1.1 The Chairman reported that, notice having been given to all directors of the Company, a quorum was present. Apologies were received from Mrs Douthwaite.
- 1.2 The Chairman reminded the directors of the need to consider their general duties, including those contained in the Companies Act 2006, in considering the matters put to the meeting. No new or additional conflicts of interest were declared.
- 1.3 The Chairman explained that Mr Tom Wintle is unable to attend the meeting today but that the relationship with BEIS remains key. The Chairman outlined various changes within BEIS and noted the Minister is keen to visit Harwell. He stated the new NDA Chair has been confirmed and that the appointment of the new CEO is expected soon.
- 1.4 The Chairman referred to the decision to leave Euratom as a result of the referendum on EU membership. There will be consequences for RWM as existing documents will need to reflect new arrangements.

2 MINUTES AND ACTIONS OF THE PREVIOUS MEETINGS AND REDACTIONS

- 2.1 Following a number of minor amendments, the Board approved the minutes of the November 2016 meeting of Radioactive Waste Management Limited and authorised the Chairman to sign them.
- 2.2 The Board reviewed the minutes of the November 2016 meeting of Radioactive Waste Management Limited to consider possible redactions needed prior to publication of the minutes on the NDA website. No redactions were identified.
- 2.3 An updated actions list is attached.

3 REPORTS FROM SUB-COMMITTEES

- 3.1 The Chairman of the HSSSEQ Committee provided an update from the recent meeting, noting the change in membership of the Committee to include the RWM Science and Technology Director. A recent incident when driving reinforced that this remains the

greatest risk to employees; findings have been shared with NDA. The assurance statement remains the same. A written report will be provided at the February Board.

- 3.2 The Board noted the reports from the Sub-Committee.

4 RWM BOARD STEWARDSHIP FRAMEWORK

- 4.1 The HSSEQ Director presented the RWM Board Stewardship Framework outline structure and content, which reflects the Board's comments from the November meeting. Work has begun to populate the Framework to reflect RWM's mission and programme, identifying key priority areas for discussion and sanction. This remains in progress and an Executive Workshop is to be held to further populate the document. The Board Calendar and Agenda have been revised to reflect the Framework and, in due course, routine performance reporting will also be revised.
- 4.2 The Board provided comments on the Framework regarding the development of an investment strategy, the role of various stakeholders and the requirements for a strategic outline business case. The Board discussed how the Framework will align with NDA strategic areas and Mr Doherty outlined the lifecycle of subsidiaries and need for bespoke governance.
- 4.3 The Board noted the ongoing development of the Board Stewardship Framework and that a further revision will be brought to the February meeting. Any further comments should be provided directly to the HSSEQ Director.

5 HEALTH, SAFETY, SECURITY, ENVIRONMENT, AND QUALITY REVIEW OF KPI'S

- 5.1 The RWM HSSEQ Director presented the Health, Safety, Security, Environment and Quality Key Performance Indicators (KPIs) in the Monthly Performance Report for Period 9. The Iterative Development of the Disposal System KPI remains at amber as issue of the operational safety case to regulators has been delayed. The GDF Implementation KPI is also maintained at amber as the GDF siting strategy and related communication plan need to be finalised to ensure appropriate clarity. This remains wholly achievable by launch. The remaining KPIs are maintained at green.
- 5.2 The Board noted the Health, Safety, Security, Environment and Quality Key Performance Indicators of the Monthly Performance Report.

6 RADIOACTIVE WASTE MANAGEMENT LIMITED MONTHLY PERFORMANCE REPORT PERIOD 9

- 6.1 The Managing Director provided the key highlights of the RWM Monthly Performance Report for Period 9, noting the appointment of Mr Stephen Speed as Senior Responsible Officer for the GDF Programme. He visited Harwell and spoke to the staff and has also engaged in a GDF/RWM introduction with the Executive.
- 6.2 The Board discussed the expected timescales around the public consultation on the draft Working with Communities policy and draft geological disposal National Policy Statement and challenged the Executive as to the correct status of the Corporate Target. The Board requested further information on the various options for launch.

Action 26.01: Managing Director to present additional information on RWM readiness for launch of the public consultation at the February Board.

- 6.3 The Board noted the Monthly Progress Report and asked that key areas of strategic discussions be reflected in future reports.

Action 26.02: Mr Doherty and HSSEQ Director to discuss required content of Monthly Progress Report

7 UPDATE ON ORGANISATIONAL READINESS REVIEW

7.1 The Managing Director presented the draft, work in progress, GDF Programme – Level 1 Programme Plan Narrative. The document shows major deliverables and milestones and is intended for use with key stakeholders to demonstrate the programme scope and deliverables throughout the programme lifetime. It does not include all activities and deliverables as some are contained in more detailed plans and underpinned by Project Initiation Documents.

7.2 The Board provided comments on the GDF Programme – Level 1 Programme Plan Narrative and felt there was insufficient information on commercial activities such as procurement and funding to provide a satisfactory level of assurance to the Board.

Action 26.03: Managing Director to provide fully integrated map of key documents outlining the purpose and extent of each.

7.3 The Managing Director presented the final report from RWM Readiness Review Panel. The Chair of the Panel will attend the next Board to present the report. The Managing Director reminded the Board of the approach undertaken. The Board reviewed the Panel feedback on the status of recommendations and discussed, in particular, the approval required for the appointment of the strategic communications partner and possible alternative options. It was proposed to manage the appointment as a strategic risk, with appropriate mitigations and to provide alternative options for the February Board.

Action 26.04: Managing Director to provide alternative options around the appointment of the strategic communications partner for the February Board.

7.4 The Board noted the High-level programme and narrative and the final report from RWM Readiness Review Panel.

8 RWM MANAGEMENT SYSTEM DEVELOPMENT AND UPDATE OF QUALITY AND HSSEQ POLICIES

8.1 The HSSEQ Director explained the improvements being put in place in the RWM documented management system which will be developed into actions, prioritised and managed through the HSSEQ Improvement Plan. The HSSEQ Director presented the revised HSSE Policy and the new Quality Policy.

8.2 The Board commented on the methods to measure success, noted the recommendations for improvement of the RWM integrated management system and quality culture and approved the proposed updated HSSE and Quality Policies, including the new format proposed to increase consistency and impact.

9 AOB

9.1 The Board reviewed the itinerary for the Board visit to Bure in April 2017. It was agreed to shorten the visit by holding a Board and Strategy meeting on 30th March 2017 rather than during the visit.

10 DATE OF NEXT MEETING AND 12 MONTH LOOK AHEAD

10.1 The next meeting will take place on 28th February 2017.

10.2 The Board reviewed the 12 Month Look Ahead and requested that key external events such as the launch of the consultation are added.

10.3 There being no further business, the Chairman declared the meeting closed.

.....Chairman