

RADIOACTIVE WASTE MANAGEMENT LIMITED
(the "Company")

Minutes of the 28th meeting of the directors of the Company
held at NDA Harwell office, on 30th March 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)
Mr Peter Lock	(RWM HSSEQ Director)
Mrs Ann McCall	(RWM Waste Management Director)
Mr Paul Vallance	(NDA nominated Non-Executive Director)

IN ATTENDANCE:

Mr Tom Wintle, Programme Director, BEIS
Mrs Helena Harding, Transition Programme Director
Mrs Elizabeth Hodgson, RWM Company Secretary (via video conference)
Mrs Nicola Beale, PA to Managing Director

1 APOLOGIES, QUORUM AND CONFLICTS OF INTEREST

1.1 The Chairman reported that, notice having been given to all directors of the Company, a quorum was present.

2 CHAIRMAN'S INTRODUCTION

2.1 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.

2.2 The Chairman noted he had started a recruitment process to identify a new Independent Non-Executive Director and provided an update of a meeting held with the Senior Responsible Owner for the GDF programme and the need to formalise operations of the Geological Disposal Programme Board. The Chairman noted the NDA Chair is very interested in RWM's programme and a visit is being planned for April.

2.3 The Board noted the update.

3 MINUTES AND ACTIONS OF THE PREVIOUS MEETINGS AND REDACTIONS

3.1 The Board approved the minutes of the February 2017 meeting of Radioactive Waste Management Limited, subject to a couple of minor amendments, and authorised the Chairman to sign them.

3.2 The Board reviewed the minutes of the February 2017 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.

3.3 An updated actions list is attached.

4 REPORTS FROM SUB-COMMITTEES

4.1 The Chairman of the Audit and Risk Committee provided a verbal update from the recent meeting, which he chaired in the absence of an Independent Non-Executive Director. The focus areas of the meeting included the external auditor's update on the

audit process and the draft Internal Audit Plan for 2017/18 and whether it was risk based. It was agreed more emphasis should be given to risk assurance.

4.2 The Chairman of the HSSEQ Committee provided a verbal update from the recent meeting. The annual HSSEQ review and report had been discussed and a written report would be provided at the next Board. The Chairman of the HSSEQ Committee confirmed there is no change in the confidence statement provided to the Board.

4.3 The Board noted the reports from the Audit and Risk Committee and HSSEQ Committee and noted the Remuneration Committee has not met since the last Board.

5 UPDATE FROM BEIS

5.1 The BEIS Programme Director provided an update on the BEIS public consultation on the National Policy Statement and Working with Communities Policy. It is expected to be launched in May. He reiterated the Chairman's comments on the improvements to the Geological Disposal Programme Board.

5.2 On wider background issues, the BEIS Programme Director noted RWM may be subject to additional scrutiny as a subsidiary of NDA and that the Toshiba/Westinghouse financial situation is colouring views on nuclear. Progress on the RWM programme shows the UK is taking its responsibility seriously.

5.3 The Board noted the update.

6 UPDATE ON COMMUNICATIONS RESOURCING (INCLUDING PACCP SUBMISSION)

6.1 The RWM Managing Director presented an update on Communications Resourcing, explaining that RWM continue to pursue all options discussed at the previous meeting. Mr Vallance and the BEIS Programme Director gave an update on discussions within Government.

Action 28.01: Managing Director to inform the Board of progress in recruitment in relation to Communications Resourcing.

6.2 The Board noted the update.

7 RWM BUSINESS PLAN 2017-2020

7.1 The RWM Transition Programme Director presented the draft Business Plan 2017-2020, summarising the planning process to date. All feedback has been incorporated into this version. The Business Plan reflects four key activities for the planning period underpinned by eight corporate targets representing our business priorities.

7.2 It was explained that 2017-20 is a significant period for the organisation as RWM moves from preparation into the siting process. The Business Plan aims to provide some flexibility in funding to accommodate uncertainty in the programme. The programme is subject to significant schedule and cost uncertainty arising from political considerations and the consent based approach. The Business Plan funding requirement for the full business planning period is in excess of the Spending Review settlement and will require approval by NDA.

7.3 The Board commented on the document that it is lengthy and should be sharper and refocused to emphasise the deliverables and associated tracking and risks. The foreword should be more forward looking. The Board felt the financials could be more optimistic and suggested the use of a range of model scenarios; if there is deviation from plan an explanation could be provided. However, it was noted that in providing an explicit number of communities, for example, there is a risk that it could become a measure of success.

- 7.4 The Board commented that the Corporate Target 02 wording should be realigned to the overall business case and there should be more explicit wording on culture. The Corporate Targets need to set out better who the customer is.
- 7.5 It was agreed that the Transition Programme Director should reword the Corporate Targets initially in order to meet the NDA deadline. The Transition Programme Director will address the comments and bring the revised document to the next Board.

Action 28.02: Transition Programme Director to circulate to Board the revised Corporate Targets in time for comments prior to submission to NDA.

Action 28.03: Transition Programme Director to circulate the updated Business Plan to the Board at least one week before the next Board meeting to allow time for comments.

8 DELIVERY OF THE RWM PACKAGE RECORDS PROJECT 2016/17

- 8.1 The RWM Waste Management Director presented the delivery of the RWM Package Records Project 2016/17, summarising how the waste package records approval process has been developed in response to Corporate Target 7 for 2016/17 and how the approval process would be implemented from 2017/18 contributing to the NDA target.
- 8.2 The RWM contribution will encompass the management of the estate wide programme of activities to define, produce and approve package records. Additional resources have been requested in the Business Plan to fulfil these requirements. These activities represent new scope for RWM.
- 8.3 The Board discussed the mechanism for charging waste producers, the need to balance the retention of records and interactions with the SLCs as current licence holders. The Waste Management Director outlined the acceptance process when records transfer to the GDF.
- 8.4 The Board noted the RWM Corporate Target relating to waste package records has been delivered and that the implementation of the records approval process will commence in 2017/18.

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

- 9.1 The RWM HSSEQ Director presented the Health, Safety, Security, Environment and Quality Key Performance Indicators (KPIs) in the Monthly Performance Report. There is little change from the previous report.
- 9.2 The Board noted the Health, Safety, Security, Environment and Quality Key Performance Indicators of the Monthly Performance Report.

10 RADIOACTIVE WASTE MANAGEMENT LIMITED MONTHLY PERFORMANCE REPORT PERIOD 11

- 10.1 The RWM Managing Director provided the key highlights of the RWM Monthly Performance Report for Period 11. National Geological Screening outputs will be shared with the Independent Review Panel in April for their final review. A report will be provided at the May Board. The Managing Director provided an update on interactions with CoRWM since the meeting last month; the discussion was welcomed but challenges remain and continued dialogue is needed.

Action 28.04: Managing Director to provide report regarding the final review by the Independent Review Panel of the National Geological Screening outputs.

- 10.2 The Board noted the RWM Monthly Performance Report for Period 11.

11 RWM CORPORATE SOCIAL RESPONSIBILITY POLICY

- 11.1 The RWM HSSEQ Director presented the Corporate Social Responsibility Policy. It is an initial policy and will evolve over time as the siting process progresses. A review has been undertaken of relevant policies, plans and strategies across the nuclear industry, the aim being to develop an approach that is appropriate for RWM and covers the delivery of its vision and mission.
- 11.2 The Board commented on the need to track the achievement of benefits under the Policy and approved the Corporate Social Responsibility Policy.

12 AOB

- 12.1 The Chairman introduced the background to the Equality, Diversity and Inclusion (ED&I) Estate Reports. A suite of reports on the NDA, SLCs and subsidiaries has been provided to the NDA Executive and an NDA Champion of ED&I nominated.
- 12.2 The Managing Director explained the report had been circulated to all RWM staff and views are welcomed from all to develop a plan to improve ED&I. The Waste Management Director has been nominated the Executive Champion. The RWM Executive accepts the themes outlined in the report and is keen to make progress. The next steps and measurement of improvements will be included in the monthly report from now on.
- 12.3 The Board noted the ED&I report and the steps to improve within RWM.

13 DATE OF NEXT MEETING AND 12 MONTH LOOK AHEAD

- 13.1 The next meeting will take place on 2nd May 2017.
- 13.2 The Board reviewed the 12 Month Look Ahead. The visit to Bure takes place in early April. There may not be a need for two meetings in May. The Forward Plan should better include areas the Board wishes to approve before launch.
- 13.3 There being no further business, the Chairman declared the meeting closed.

.....Chairman