

RADIOACTIVE WASTE MANAGEMENT LIMITED
(the "Company")

Minutes of the 32nd meeting of the directors of the Company
held at Building 587, Curie Avenue, Harwell, Didcot, Oxfordshire OX11 0RH on 28th February
2018 (09.00 – 13.00)

PRESENT:

Professor Malcolm Morley	(Chairman)
Mr Claes Thegerström	(Independent Non-Executive Director)
Mr Bruce McKirdy	(RWM Managing Director)
Mr Kiernan Doherty	(NDA nominated Non-Executive Director)
Mr Paul Vallance	(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 John Corderoy	(RWM Programme Director)

IN ATTENDANCE:

Mr Umran Nazir, Deputy Director, Decommissioning, Radioactive Waste and GDF, BEIS (by telephone)
Ms Helena Harding, RWM Business Services Director, agenda item 3.2 only
Mrs Elizabeth Hodgson, RWM Company Secretary

1 APOLOGIES, QUORUM AND CONFLICTS OF INTEREST

- 1.1 The Managing Director welcomed Professor Morley in his new role as Chairman. The Board noted the appointment. The Company Secretary advised that the Board Terms of Reference would be updated accordingly.
- 1.2 The Chairman reported that, notice having been given to all directors of the Company, a quorum was present, and welcomed the attendees to the meeting. Apologies for absence were received from Professor Bowman.

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.
- 2.2 No further conflicts of interest were declared.

3 MINUTES AND ACTIONS OF THE PREVIOUS MEETING AND REDACTIONS

- 3.1 The Board approved the minutes of the 2nd November 2017 meeting of Radioactive Waste Management Limited and authorised the Chairman to sign them.
- 3.2 The Board reviewed the minutes of the 2nd November 2017 meeting of Radioactive Waste Management Limited to consider possible redactions needed prior to publication of the minutes on the RWM website. No redactions were identified.
- 3.3 An updated actions list is attached.
- 3.4 The RWM Board formally endorsed the Community Engagement & Site Evaluation (Project 2) Outline Business Case and Programme Business Case for the Geological Disposal Programme for onward transmission to the NDA Board. This matter had been more comprehensively considered at the previous meeting of the Board.

4 UPDATE FROM BEIS

- 4.1 The Deputy Director, Decommissioning, Radioactive Waste and GDF, BEIS provided a very informative update on the launch of the consultations and initial feedback received. Discussion focused on the timing of the launch.
- 4.2 The Board explored the feedback, including the operation and exercise of the ability of principal local authorities to stop the process. The Board discussed the definition of community, how best to encourage engagement and the importance of *informed* stakeholders.
- 4.3 The Deputy Director provided an update on the new CORWM Chair.
- 4.4 The Board thanked Mr Nazir for the update.

5 PROGRESS ON IPA RECOMMENDATIONS ACTION PLAN

- 5.1 The Managing Director outlined the progress made on IPA recommendations, noting the table and schedule had been circulated to the Board. The appointment of Professor Morley as Chairman provides another opportunity to review culture and will be included in a Board workshop. Further updates will be provided before the next meeting.
- 5.2 The Board noted the update and that a Board workshop to discuss RWM Corporate Strategy, Organisational Culture (responding to the IPA Action Plan); HSSEQ and ED&I would be arranged.

6 REPORTS FROM BOARD COMMITTEES

- 6.1 The Chairman of the HSSSEQ Committee, Mr Thegeström, explained the last meeting had taken place in November 2017 and a short summary was provided in the board papers.
- 6.2 The HSSEQ Director was asked to report at the next HSSEQ Committee meeting on contingency arrangements for the existing building pending the office move (now expected in September).
- 6.3 The Board noted the update.

7 UPDATE ON THE REVIEW OF RWM'S CORPORATE STRATEGY

- 7.1 The GDF Siting and Engagement Director summarised the work so far in reviewing the RWM Corporate Strategy and explained the role of the Board.
- 7.2 The Board suggested additional focus on ED&I and reflecting the national obligation and moral dimension of the programme. The Board supported a more aspirational rather than compliance approach to the Strategy and strategic drivers and asked that the Executive ensure consistency and clarity in the linkages between the Corporate Strategy, risk management and organisational safety climate. The Board requested that the document includes a tangible and measurable definition of "world class" and that the Mission and Vision are added. It was agreed that in developing the narrative, the governance timeline and developments with LLWR should be borne in mind.
- 7.3 The Board noted the RWM Executive proposals for updating the RWM Corporate Strategy and agreed to include the subject at the Board Workshop later in 2018.

Action 32.01: All directors to provide comments on Corporate Strategy prior to Board Workshop to expedite discussions.

8 TECHNICAL PROGRAMME DEVELOPMENT AND FIRST WASTE EMPLACEMENT DATE

- 8.1 The Programme Director presented the work being undertaken regarding the development of the technical programme and the first waste emplacement date. There are complex planning assumptions to consider and the plan is not yet optimised. Programme data from similar organisations has been compared and overlayed to the RWM analysis.
- 8.2 It was agreed a full assessment of the implications, linkages and mitigations would be useful to inform Board discussion on the development of the technical programme with an accompanying narrative to set programme development in context.
- 8.3 An update will be provided at the next RWM SSC meeting.
- 8.4 The Board noted the update.

9 RESOURCING THE RWM PROGRAMME DIRECTORATE

- 9.1 The Programme Director outlined the reasons for increasing resource in the Programme Directorate.
- 9.2 The Board considered the proposals for the additional headcount and organisational design of the RWM Programme Directorate noting this was essential to the organisation in order to maintain programme momentum. In future, a clear articulation of the “why” as well as the “what” to set proposals in context would be useful to inform Board discussion as well as an explanation of the impact of proposals on the organisation.

Action 32.03: Board Secretary to circulate an organogram to the Board to enable the impact of the increase in headcount and movement of staff into the Programme Directorate to be visible to the Board.

- 9.3 The Board endorsed the intention to seek a headcount uplift of 15 FTE via the normal RWM/NDA business planning process, noting that the 15 FTE and associated budget has been socialised with NDA at QPR-Q3 and that the uplift is included in the RWM funding bid for FY18-21 (and subsequent years) and the requirement for 15 FTE is based on sound Organisational Design work facilitated by PwC.

10 DRAFT OPERATING PLAN 2018 - 2021

- 10.1 The Business Services Director entered the meeting and presented the Draft Operating Plan 2018 – 2021, explaining immediate feedback was requested on the corporate targets to meet the NDA submission date.
- 10.2 The Board asked that RWM ensure consistency between the suite of documentation i.e. Operating Plan, Business Plan, Corporate Strategy, with clear and tangible outcomes articulated.
- 10.3 On Corporate Target 02, the Board proposed the deletion of “technical development for NDA approval” to ensure a clear definition between the Project 3 and Project 4 Programme Business Cases and approvals processes.
- 10.4 On Corporate Target 04, the Board suggested elevating the focus on long term safety in the narrative i.e. “we are aiming to deliver a site with a design and safety case adapted to that site”. This represents work for NDA as a customer in strategy space and NDA feedback should be added to provide a quantitative measure of progress.

- 10.5 The Board requested that the corporate targets are visibly aligned with the IPA action plan – e.g. culture change – and are reviewed to ensure there is clarity in meaning and intent.

- 10.6 The Board agreed to comment on the 2018-21 draft Operating Plan and Corporate Targets by 14 March.

Action 32.03: All directors to provide comments on the 2018-21 draft Operating Plan and Corporate Targets by 14 March

- 10.7 The Board noted the draft Corporate Targets will be submitted to NDA on 1 March, subject to final RWM Board comments, noted the draft Operating Plan will be shared with the BEIS SIRO to confirm alignment with government policy and noted the Board will be asked to approve the final Operating Plan, including Corporate Targets by the end of March 2018 ex committee.

11 RWM MONTHLY PROGRESS REPORT, PERIOD 10

- 11.1 The Managing Director presented the Monthly Progress Report for Period 10 January 2018, noting the dashboard has been improved to take into account previous comments.

- 11.2 The Board noted the Report.

12 RWM QUARTERLY PERFORMANCE REVIEW QUARTER 3

- 12.1 The Managing Director summarised the QPR report, focusing on NDA's views of RWM.

- 12.2 The Board supported the urgent provision of the new accommodation for the Harwell office including space for a visitors "realisation" facility. Similarly the Board expressed support for the provision of a dedicated meeting space in London so that RWM work can be conducted more effectively.

13 EQUALITY, DIVERSITY AND INCLUSION SURVEY

- 13.1 The GDF Siting and Engagement Director provided an update on actions taken by RWM following the ED&I survey findings.

- 13.2 The Board noted the findings of the RWM results of the ED&I survey, noted the recommendations and asked to see the underpinning Action Plan.

Action 32.04: GDF Siting and Engagement Director to circulate the ED&I Action Plan.

- 13.3 The Board also asked to see how RWM planned to measure the impact of implementing that action plan in terms of facilitating a culture change. This will be further discussed at the Board Workshop.

14 RESULTS OF 2017 SAFETY CLIMATE SURVEY

- 14.1 The HSSEQ Director summarised the results of the Safety Climate Survey.

- 14.2 The Board noted the recommendations which arose from the analysis of the survey and are set out in the paper.

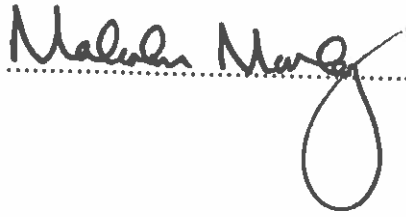
15 THE DATE OF NEXT MEETING AND FORWARD LOOK

- 15.1 The Board Workshop will take place on 26th April 2018 to discuss the items listed in 5.2.

- 15.2 The Board reviewed the Forward Look.

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


.....Chairman

