

**RAIL PUBLIC REGISTER COPY
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Dated 2 December 2021

- (1) The Secretary of State for Transport
- (2) The Chiltern Railway Company Limited

FINAL BUSINESS PLAN

Collation of Business Plan Commitments

Annex to Business Plan (BP) – Business Plan Commitments

For the purposes of this Business Plan:

"**comprehensive**" and "**detailed and comprehensive**" means in sufficient detail so that the relevant report, plan or programme can be understood as reasonably intended without having to rely on additional information.

Unless expressly stated otherwise all numbers are stated at the real 2021/2022 prices.

SECTION A – Business Plan Commitments to Collaboration Delivery Plan

1. Collaborate with RSSB on Health & Wellbeing

1.1 In addition to and without prejudice to the requirements of paragraph 6 of Chapter 3 (Collaboration) of the Contract, the Operator shall by no later than [REDACTED¹] and thereafter throughout the Contract Term:

- (a) produce and provide to RSSB and the Secretary of State each Reporting Period a report containing the data on the hours worked, long- and short-term sickness and accident rates during such Reporting Period in respect of all Business Employees as required by the RSSB's Health and Wellbeing Index ("**Business Employee H&W Metrics**") to facilitate RSSB building an holistic understanding of health and wellbeing within the rail industry; and
- (b) utilise the RSSB-led industry-wide dashboard of health and wellbeing data for the rail industry (as amended or replaced from time to time) and the outputs from the Business Employee H&W Metrics and update the Secretary of State at Contract Performance Meetings on steps the Operator is taking to achieve improvements in the health and wellbeing of its Business Employees.

2. Joint cost saving initiatives with NR

2.1 In addition to and without prejudice to the requirements of Chapter 3 (Collaboration) of the Contract, the Operator shall prepare and deliver to the Secretary of State by no later than [REDACTED²] a detailed and comprehensive plan for how it will:

- (a) work with Network Rail to develop a joint feasibility study with Network Rail and, as applicable, other Train Operators who operate along the Route to develop and, where appropriate including where demonstrable cost savings can be achieved and on funding being made available, create and implement as soon as reasonably practicable integrated control centres, signalling centres, rail operating centres and other equivalent operational locations whereby staff of Network Rail, the relevant infrastructure and train maintainers and, as applicable, relevant Train Operators can be accommodated with the staff of the Operator in order to assist the planning and efficient delivery of the Rail Services;
- (b) in conjunction with Network Rail, undertake a cost benefit analysis in relation to the management and operation of Stations (including those located at London Marylebone and Birmingham Moor Street) to determine whether cost savings and/or operational benefits can be realised through the transfer of the management and operation of any such Stations from the Operator to Network Rail ("**Cost Benefit Analysis**"). Subject to the approval of Secretary of State (and, if relevant, funding being made available as part of the Cost Budget) the Operator shall facilitate the transfer to Network Rail of such Stations identified

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in the Cost Benefit Analysis as being those which should be transferred from the Operator to Network Rail; and

- (c) in conjunction with Network Rail and other Train Operators who operate along the Route, develop and, if funding is made available, implement a plan for the sharing of property, training and/or health facilities with Network Rail and such other Train Operators for the purposes of delivering cost savings.

3. **Connected Leaders**

3.1 The Operator shall throughout the period 1 April 2022 to 31 March 2023 ensure that, at any one time, no less than [REDACTED³] (in total) of its senior leaders who are Business Employees will either:

- (a) participate in the Connected Leaders Programme; and/or
- (b) be nominated for participation in the Connected Leaders Programme.

3.2 For the purposes of this paragraph 3, "**Connected Leaders Programme**" means the collective and collaborative programme which the Operator participated in under the Previous Franchise Agreement and which is designed to bring senior executives and other leaders in the rail industry together to reinforce the ethos of putting passengers first and building a culture of service excellence through the decisions and actions taken in their respective businesses.

SECTION B - Business Plan Commitments to Customer and Communities Delivery Plan

4. **Customer Service Training**

4.1 The Operator shall:

- (a) by no later than [REDACTED⁴], deliver customer service training to all Business Employees who (as at the Start Date) are in the following customer facing roles:

- (i) the following Station employees:
- platform employees;
 - gateline employees;
 - ticket office employees;
 - assistance point employees;
- (ii) Train Managers; and
- (iii) Customer Service Inspectors

such customer service training shall consist of:

- (i) Module 1: Proactive Customer Service with the aim of teaching customer facing teams how to fulfil their role whilst displaying customer-centric behaviours; and

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- (ii) Module 2: Passenger Information During Disruption (PIDD) and Collaboration with the aim of enabling staff to manage disruption and work effectively as part of a wider team;
- (b) ensure that the customer service training referred to in paragraph 4.1(a) is also delivered, as soon as reasonable practicable after their employment, to the Business Employees in those specified customer facing roles who are employed by the Operator after the Start Date; and
- (c) by no later than [REDACTED⁵] produce and deliver to the Secretary of State a detailed and comprehensive programme setting out how the Operator will deliver the training specified in paragraph 4.1(a).

5. **Extend customer contact hours**

- (a) The Operator shall by no later than [REDACTED⁶] and thereafter throughout the Contract Term ensure that:
 - (i) its social media channels (including live chat functionality on its website) are available and operational from 0600 to 2200 each Operational Day; and
 - (ii) its telephone support is available and operational from 0800 to 2000 each Operational Day,

in each case, such that passengers can communicate with relevant Business Employees during the hours specified in paragraphs 5(a)(i) and 5(a)(ii)(respectively).

- (b) For the purposes of this paragraph 5, "**Operational Day**" means Monday to Sunday except 25th and 26th of December in each Contract Year.

Provided that and without prejudice to paragraph 4.5 of Chapter 7.7, the Operator shall not be regarded as having contravened this obligation due to any temporary non-availability of its social media channels and/or its telephone support due to network outage or other event which is beyond the reasonable control of the Operator.

6. **Process for establishing Funding Schemes**

6.1 By no later than [REDACTED⁷] the Operator shall submit to the Secretary of State for Approval, costed proposals (and, where applicable, feasibility studies) which identify initiatives relating to:

- (a) improvements at Stations which (subject to approval by the Secretary of State and funding being made available as part of the Cost Budget) can be implemented through the establishment of a stations improvement fund;
- (b) works and initiatives identified through consultation undertaken with:
 - (i) passengers, potential

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- (ii) passengers, Stakeholders and other users of the rail network;
- (iii) person who are protected by the Accessible Travel Policy and persons with other protected characteristics within the meaning of the EA 2010,

which, (subject to approval by the Secretary of State and funding being made available as part of the Cost Budget) can be implemented through the establishment of a customer and community improvement fund; and

- (c) initiatives developed in accordance with the requirements of Chapter 5.2 (Customer Schemes) of the Contract which (subject to approval by the Secretary of State and funding being made available as part of the Cost Budget) can be implemented through the establishment of a community rail fund.

6.2 As part of the costed proposal referred to in paragraph 6.1, the Operator shall notify the Secretary of State of any grant funding it secures (in acting as a Good and Efficient Operator) from third parties such as Local Authorities, local development agencies and the Lottery Commission which can be used for the purposes of implementing any of the initiatives and/or works set out in the costed proposal and the terms upon which the additional funding had been granted.

7. Delay Repay Compensation

7.1 The Operator shall:

- (a) by no later than the DR Effective Date implement Delay Repay Compensation on all Fares and by no later than [REDACTED⁸] amend its Passenger's Charter (and such other terms and conditions and other associated documents required to be amended in order to give effect to Delay Repay Compensation) to include a commitment to pay, from the DR Effective Date, to passengers an amount that is equal to that specified in column 2 of the table below where such passenger's journey is delayed by the number of minutes specified in column 1 of such table:

Column 1	Column 2		
Minutes Delay	DR Compensation Amount		
	Single Tickets	Return Tickets	Season Tickets
15 - 29	25% of the cost of the ticket	12.5 % of the cost of the ticket	12.5% of the cost of a return journey ticket
30 - 59	50% of the cost of the ticket	25% of the cost of the ticket	25% of the cost of a return journey ticket
60 - 119	100% of the cost of the ticket	50% of the cost of the ticket	50% of the cost of a return journey ticket
120 or more	100% of the cost of the ticket	100% of the cost of the ticket	100% of the cost of a return journey ticket

- (b) ensure that from the DR Effective Date:
 - (iv) it pays to passengers who submit a valid claim for Delay Repay Compensation, the applicable DR Compensation Amount due and payable in respect of such claim; and

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- (v) it introduces an automated claims solution for passengers who buy Advance Purchase Train-specific Fares for a journey via the Operator's website;
- (c) in addition to the payment of the applicable Delay Repay Compensation Amounts, continues to pay to passengers who as at the [REDACTED⁹] hold Passenger's Charter Discount Season Tickets the compensation amounts that are due to them on renewal of that Passenger's Charter Discount Season Ticket in accordance with the terms of the Passenger's Charter applicable immediately prior to the Start Date provided that:
- (i) such Passenger's Charter Discount Season Ticket is renewed on or before [REDACTED¹⁰];
 - (ii) such Passenger's Charter Discount Season Ticket is renewed within 4 weeks of the expiry date of such Passenger's Charter Discount Season Ticket;
 - (iii) such renewal is for a Passenger's Charter Discount Season Ticket covering the same journey as the Passenger's Charter Discount Season Ticket being renewed;
 - (iv) such renewal is for a Passenger's Charter Discount Season Ticket with a duration equal to or less than the Passenger's Charter Discount Season Ticket being renewed; and
 - (v) such compensation shall only be payable on the first renewal of such Passenger's Charter Discount Season Ticket; and
- (d) from the DR Effective Date use all reasonable endeavours to make passengers aware of their right to claim compensation pursuant to the Passenger's Charter including by:
- (i) displaying the relevant information on trains and at Stations;
 - (ii) making appropriate announcements to passengers on trains and at Stations when the circumstances giving rise to the right occur;
 - (iii) making compensation claim forms readily available to passengers at Stations and on the Operator's website; and
 - (iv) any other reasonable means to reflect future advancements in technology proposed in writing either by the Operator or the Secretary of State and agreed by both Parties (acting reasonably).

7.2 For the purposes of this paragraph 7:

"Delay Repay Compensation" means compensation payable to a passenger by the Operator (subject to the validation and authentication of any such delay repay compensation claim by the Operator) in circumstances where such passenger's journey in respect of which such passenger holds a valid ticket is delayed by 15 minutes or more;

"DR Compensation Amount" means the amounts payable as Delay Repay Compensation as set out in column 2 of the table in paragraph 7.1(a);

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“**DR Effective Date**” means a date that is no later than [REDACTED¹¹]; and

“**Passenger Charter Discount Season Tickets**” means Season Ticket Fares that are valid for a month or longer and in respect of which holders of such Season Ticket Fares are entitled to discounts on renewal of their Season Ticket Fares in accordance with the terms of the Passenger’s Charter applicable as at the Start Date.

8. **Appoint SQR Manager**

The Operator shall by no later than [REDACTED¹²] appoint (and maintain for the duration of the Contract Term) a manager (the “**SQR Manager**”) with specific responsibility for ensuring that the Operator complies with its obligations under Chapter 5.5 (Customer Experience Performance) of the Contract.

9. **Social Value**

9.1 The Operator shall prepare and deliver to the Secretary of State:

- (a) by no later than [REDACTED¹³], a detailed and comprehensive report on its performance as against the requirements of the Cabinet Office Procurement Policy Note 06/20 regarding social value for the preceding twelve (12) month period; and
- (b) thereafter by no later than 31 December in each Contract Year, a detailed and comprehensive report on its social value performance prepared in accordance with the RSSB’s online tool for measuring social value across the rail industry (the “**RSSB Tool**”) provided that in respect of the report to be delivered by 31 December 2023 if the RSSB Tool is not available by the date of submission of such report then the Operator shall submit such report in accordance with the requirements of paragraph 9.1(a).

9.2 The Operator shall ensure that its performance as set out in the report submitted to the Secretary of State pursuant to paragraphs 9.1(a) and 9.1(b) are published on its website and as part of its subsequent Customer Report.

10. **Supporting customers with hidden disabilities**

10.1 In addition and without prejudice to its obligations under Chapter 5.3 (Accessibility and Inclusivity) of the Contract, the Operator shall by no later than:

- (a) [REDACTED¹⁴], promote the sunflower lanyard scheme to Disabled Persons that use Rail Services; and

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- (b) [REDACTED¹⁵], introduce a communication wallet targeted at supporting customers with hidden disabilities to more easily communicate their needs to Business Employees,

in each case, making such lanyards and communication wallets available to customers on a free-of-charge basis, including at station ticket offices and through customer relations.

10.2 Supporting Smart Media

By no later than [REDACTED¹⁶] the Operator shall submit to the Secretary of State a detailed and comprehensive report identifying any Fare products for which Smart Media ticketing infrastructure exists as at the Start Date (insofar as the Operator is aware of such infrastructure or ought reasonably to be aware) but in respect of which a Smart Media ticket is not enabled and offered as an option for sale to passengers. Such report shall contain:

- (a) a detailed explanation on the reasons why such Smart Media ticket is not enabled and offered to passengers; and
- (b) propose solutions (together with a programme for implementing such proposed solutions) which if implemented will ensure that such Smart Media tickets can be enabled and offered to passengers.

11. Minor Works Proposals

By no later than [REDACTED¹⁷], the Operator shall submit to the Secretary of State costed proposals for Minor Works ("**Minor Work Proposals**") which (subject to approval by the Secretary of State and funding being made available as part of the Cost Budget) can be implemented through the establishment of a Minor Works budget. In the development of the Minor Works Proposals the Operator shall consult with the Accessibility Panel.

12. Inclusive Transport Leaders Scheme

By no later than [REDACTED¹⁸] the Operator shall submit to the Secretary of State a plan which could, if funding is made available, be implemented with a view to achieving the Inclusive Transport Leaders Scheme accreditation on or before the period specified in such plan.

SECTION C - Business Plan Commitments to Environment and Sustainability Delivery Plan

13. Establish sustainability expertise

13.1 The Operator shall:

- (a) by no later than [REDACTED¹⁹] appoint (and maintain for the duration of the Contract Term) a sustainability and environment manager with specific

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responsibility of ensuring compliance by the Operator with the provisions of Chapter 6 (Environment and Sustainability) of the Contract ("**Sustainability and Environment Manager**"); and

- (b) deploy a Business Employee (either a director of the Operator or the managing director) who shall, in addition to their existing role, undertake the role of an environmental champion with specific responsibility of managing and delivering the provisions of Chapter 6 (Environment and Sustainability) of the Contract and the Business Plan Commitments in paragraphs 13 to 18 ("**Environmental Champion**").

14. **Hybrid fleet trials**

- (a) Prior to the Start Date the Operator engaged with the relevant rolling stock provider to undertake battery-diesel hybrid trials ("**BDH Trials**") in respect of certain rolling stock comprised in the Train Fleet. Accordingly the Operator shall:
 - (i) in accordance with the programme submitted to the Secretary of State prior to the Start Date, continue to participate in the BDH Trials in respect of at least [REDACTED²⁰]Class 165 rolling stock unit and [REDACTED²¹]Class 168 rolling stock unit;
 - (ii) periodically monitor the performance of such rolling stock units (including unit reliability, battery performance, fuel usage and emissions) as specified under paragraph 14(a)(i) in unrestricted passenger revenue earning service;
 - (iii) by the end of each Quarter deliver a report to the Secretary of State setting out the results of the monitoring exercise (attaching, where appropriate, all associated performance data); and
 - (iv) submit to the Secretary of State a report on the outcome of the BDH Trials by no later than:
 - a. [REDACTED²²]in respect of the Class 168 rolling stock units; and
 - b. [REDACTED²³]in respect of the Class 165 rolling stock units,

and, where in the reasonable opinion of the Operator, the BDH Trials were successful, include in such report an analysis of the costs and benefits for modifying all the other Class 165 and Class 168 rolling stock units comprised in the Train Fleet to install the battery-diesel hybrid technology.

15. **Aylesbury depot environmental performance**

- (a) In addition and without prejudice to its obligations under Chapter 6 (Environment and Sustainability) of the Contract and in order to minimise fuel consumption and

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exhaust emissions from the diesel rolling stock vehicles maintained at Aylesbury depot, the Operator shall:

- (i) by no later than [REDACTED²⁴] provide quotations to the Secretary of State for the replacement of the unit battery charging system in existence at Aylesbury depot as at the Start Date (the “**Unit Battery Charging System**”). Subject to the Secretary of State approving funding within 30 days of receipt of such quotation from the Operator, the Operator shall by no later than [REDACTED²⁵], replace the Unit Battery Charging System with a new unit battery charging system; and
- (ii) in addition and as soon as reasonably possible following approval of the funding by the Secretary of State procure a new battery powered shunter unit to replace the battery powered shunter unit in existence at Aylesbury depot as at the Start Date. In advance of such procurement, The Operator shall provide quotations to the Secretary of State for replacement of the battery powered shunter unit.

16. **ISO50001**

The Operator shall prepare and deliver to the Secretary of State by no later than [REDACTED²⁶] a detailed and comprehensive plan (together with a programme) for how it will attain certification pursuant to ISO50001:2015 or equivalent standards in accordance with paragraph 3.1 to Chapter 6 (Environment and Sustainability) of the Contract.

17. **Stations and Depots**

- (a) By no later than [REDACTED²⁷] the Operator shall in collaboration with Network Rail identify specific actions that could be, subject to funding availability, be implemented to deliver on the following initiatives and improvements at Stations and Depots:
 - (i) electric vehicle car charging points and/other measures that could be undertaken facilitate the use of electric vehicles;
 - (ii) the promotion of modal shift from car to train; and
 - (iii) other environmental and/or decarbonisation measures which are consistent with the recommendations of the RDG Sustainable Stations Guide, and for this purpose, “**RDG Sustainable Stations Guide**” means the guide entitled “Sustainable Stations: best practice guide” dated 21 April 2021 and published by RDG, as such guide may be amended, replaced and/or or updated from time to time.

18. **Operator 2050 Roadmap**

- (a) In addition and without prejudice to its obligations under Chapter 6 (Environment and Sustainability) of the Contract, the Operator shall develop

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and, subject to the review, approval and comment of the Secretary of State, publish by no later than [REDACTED²⁸] a decarbonisation policy and roadmap towards achieving zero net carbon by 2050 and set science-based targets (“**Operator 2050 Road Map**”). The Operator 2050 Road Map shall as a minimum specify how it will achieve net-zero emissions by 2050 in accordance with the Rail Decarbonisation Plan 2025.

- (b) Once published the Operator shall provide to the Secretary of State on a no less than six (6) monthly basis a report setting out its progress towards the achievement of the objectives and targets set out in the Operator 2050 Road Map.

SECTION D - Business Plan Commitments to Leadership, Management and Resourcing Delivery Plan

19. CCTV Feasibility Study

- (a) By no later than [REDACTED²⁹] the Operator shall undertake an audit of all the CCTV hardware and systems installed on all rolling stock units comprised in the Train Fleet for the purposes of determining functionality, operational status and issues requiring rectification. Following completion of such audit the Operator shall by no later than [REDACTED³⁰] conduct a feasibility study to identify the most appropriate solutions to deliver improved reliability and image quality, to meet standards required by the British Transport Police and the CCTV Guidance.
- (b) By no later than [REDACTED³¹], the Operator shall spend up to [REDACTED³²] to undertake an assessment by an independent third party of the CCTV hardware and systems installed at Stations.

20. EFQM

The Operator shall by no later than:

- (a) [REDACTED³³] obtain accreditation from the European Foundation for Quality Management (“**EFQM**”) and maintain such accreditation throughout the Contract Term; and

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- (b) [REDACTED³⁴] train [REDACTED] Business Employees on the new EFQM model so that such Business Employees obtain the competency to assess against the EFQM model and against the applicable accreditation levels.

21. Sustainable Procurement and Supply Chain Strategy

By no later than [REDACTED³⁵], the Operator shall prepare and deliver to the Secretary of State a detailed and comprehensive plan clearly setting out how it proposes to attain and, at all times thereafter, maintain, certification pursuant to ISO20400:2017 (or such other reasonably equivalent standard as may be approved in writing by the Secretary of State from time to time in place of ISO20400:2017).

SECTION E – Business Plan Commitments to People Delivery Plan

22. Getting into Rail Programme

By no later than [REDACTED³⁶], the Operator shall prepare and deliver to the Secretary of State a detailed and comprehensive plan clearly setting out how it proposes to deliver the Prince's Trust "Get into Rail" programme (or equivalent programme) and the Operator shall on approval by the Secretary of State and funding being made available implement such plan by no later than [REDACTED³⁷], in order to, amongst other items, improve equality, diversity and inclusion in compliance with its D&I Strategy.

23. Recruit apprentice train drivers and driver trainers

- (a) The Operator shall:
- (i) between [REDACTED³⁸] and [REDACTED] recruit through the Train Driver Academy no less than [REDACTED] trainee drivers;
 - (ii) in addition to paragraph 23(a)(i), between [REDACTED³⁹] and [REDACTED] recruit through the Train Driver Academy an additional [REDACTED⁴⁰] trainee drivers.
- (b) The Operator shall present its resource plan to the Secretary of State at each Contract Performance Meeting.

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24. **Replace Banbury Depot Portacabins**

- 24.1 The Operator shall by no later than [REDACTED⁴¹] prepare and deliver to the Secretary of State a costed proposal setting out the prices for the replacement of all the Portacabins at the depot Banbury Depot with:
- (a) new portacabins (as contemplated in line with section 1.4.6 of Record of Assumptions 4) to be purchased by the Operator; and
 - (b) Portacabins to be leased or hired by the Operator from a third party supplier.
- 24.2 On approval by the Secretary of State, such approval indicating whether the Operator should implement the purchase or hire option, the Operator shall (subject to funding being made available as part of the Cost Budget) by no later than [REDACTED⁴²] replace each of the Portacabins using such replacement option as approved by the Secretary of State.

25. **Shared vacancy list**

In addition to and without prejudice to the requirements of Chapter 3 (Collaboration) of the Contract, the Operator shall fully and effectively cooperate with Network Rail to establish a process for the development by the parties of a joint vacancy list and for these purposes the Operator shall share with Network Rail, on at least a monthly basis, its then current vacancy list.

SECTION F – Business Plan Commitments to Train Service Operations Delivery Plan

26. **New Track Access Agreement**

- 26.1 The Parties acknowledge and agree that, as at the Start Date, the Network Rail Track Access Agreement is not based on the current form of the track access passenger model contract maintained by the ORR and, consequently by no later than [REDACTED⁴³], the Operator shall negotiate and enter into a replacement Network Rail Track Access Agreement which shall be based on the then current form of track access passenger model contract maintained by the ORR ("**New TAA**").
- 26.2 As part of the negotiation of the New TAA and the Timetable Development Rights thereunder, the Operator shall, by no later than [REDACTED⁴⁴], undertake a review of its future timetable strategies to ensure that the Timetable Development Rights secured under the New TAA, so far as is reasonably possible, align with infrastructure projects along the Route and take account of the potential options for cascaded rolling stock units as set out in the cascade plan required by paragraph 29, together with the associated depot and stabling strategy.

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27. **Remote Condition Monitoring Trial**

- (a) Subject to obtaining all necessary consents by [REDACTED⁴⁵], the Operator shall, by no later than [REDACTED⁴⁶], procure and install equipment to facilitate a trial of remote condition monitoring on key parameters of the engine and transmission of at least [REDACTED⁴⁷]Class 165 rolling stock unit and at least [REDACTED⁴⁸]Class 168 rolling stock unit comprised in the Train Fleet in order to fully ascertain the benefit of real-time data from these critical systems and thereafter, operate the remote condition monitoring equipment on such rolling stock units (the "RCM Trial"); and
- (b) The Operator shall, by no later than [REDACTED⁴⁹], submit to the Secretary of State a report on the effectiveness and benefits of the RCM Trial, including any recommendations for next steps to maximize the outputs of the RCM Trial.

28. **Improve Depot Safety**

By no later than [REDACTED⁵⁰], the Operator shall, as part of compliance with the improvement notices issued to the Operator dated 10 December 2018 and 30 December 2018, undertake such works as is required to improve the walkways, signage and demarcation in existence at each of Aylesbury depot and Banbury depot so as to ensure safe access for Business Employees at the respective depots.

29. **Replace ATP**

- (a) Subject to any contrary direction or advice given by the ORR (or any other relevant authority) in its capacity as safety regulator and subject to obtaining all necessary consents by no later than [REDACTED⁵¹], the Operator shall, by no later than:
 - (i) [REDACTED⁵²] replace the ATP system installed the Class 168 rolling stock units comprised in the Train Fleet with TPWS version 4; and

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- (ii) [REDACTED⁵³] replace the ATP system installed the Class 165 rolling stock units comprised in the Train Fleet with TPWS version 4;

(b) For the purposes of this paragraph:

“**ATP**” means automatic train protection equipment (constituting a system which provides continuous monitored train protection and speed supervision); and

“**TPWS**” means the train protection and warning system designed to stop a train by automatically initiating a brake demand.

30. **Timetable and service redesign**

Without prejudice to the obligations of the Operator in Chapter 4.1 (Service Development) of the Contract to work with Network Rail and other Train Operators to secure a Timetable that complies with the Train Service Requirement, the Operator shall, during each timetable development process, fully and effectively cooperate with each of West Midlands Grand Rail Collaboration and East West Railway Company Limited to secure a deliverable effective and efficient Timetable.

31. **Performance Improvement Management System Engagement**

By no later than [REDACTED⁵⁴], the Operator shall deliver ‘Train the Trainer’ briefings for the following Business Employees that are line managers and that work within the following disciplines (or equivalent):

Train Drivers

- (a) Ops Implementation & Engagement Manager
- (b) Safety & Assurance Manager South
- (c) Safety & Assurance Manager North
- (d) Lead Driver Manager Marylebone
- (e) Lead Driver Manager Aylesbury
- (f) Lead Driver Manager Banbury
- (g) Lead Driver Manager Birmingham & Stourbridge
- (h) Lead Operations Trainer
- (i) Driver Managers

Train Planners

- (a) Head of Train Planning
- (b) Train Planning Manager
- (c) Timetable Production Manager

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- (d) Engineering Access Manager

Service Delivery

- (a) Head of Service Delivery
- (b) Control Centre Manager – Competence
- (c) Control Centre Manager – People
- (d) Contingency Planning Manager

Fleet

- (a) Senior Fleet Performance Manager
- (b) Head of Fleet Planning – Engineering
- (c) Head of Production – Engineering
- (d) Wembley Depot Production Manager
- (e) West Midlands Production Manager
- (f) Aylesbury Depot Manager

Customer Services

- (a) Head of Customer Experience North
- (b) Head of Customer Experience South
- (c) Area Manager London
- (d) Area Manager South Bucks
- (e) Area Manager North Bucks
- (f) Area Manager Oxfordshire
- (g) Area Manager Warwickshire
- (h) Area Manager West Midlands
- (i) On Train Service Manager Banbury
- (j) On Train Service Manager Birmingham
- (k) On Train Service Manager Stourbridge
- (l) Revenue Protection Team Manager

32. **Seasonal Preparedness**

In addition and without prejudice to its collaboration obligations under paragraph 1 of Chapter 3 (Collaboration) and paragraph 8.3 of Chapter 4.2 (Operating Obligations) of the Contract (respectively), the Operator shall use all reasonable endeavours to agree a reasonably appropriate action plan with Network Rail to manage seasonal performance issues ("**Seasonal Readiness Action Plan**") by no later than:

- (a) [REDACTED⁵⁵]in respect of the Spring plan;
- (b) [REDACTED⁵⁶]in respect of the Summer plan;
- (c) [REDACTED⁵⁷]in respect of the Autumn plan; and
- (d) [REDACTED⁵⁸] in respect of the Winter plan,

in each case for the purposes of ensuring appropriate seasonal readiness and preparedness through the implementation of the actions specified in each relevant Seasonal Readiness Action Plan. A copy of each such Seasonal Readiness Action Plan shall be provided to the Secretary of State at least one month prior to it coming into effect. Acting as a Good and Efficient Operator the Operator shall use all reasonable endeavours to implement each Seasonal Readiness Action Plan in a manner appropriate to the actual circumstances.

33. **Joint Suicide Prevention Plan**

33.1 In addition and without prejudice to its obligations under paragraph 3 of Chapter 1.2 (Strategies and Plans) and Chapter 3 (Collaboration) of the Contract, the Operator shall by no later than [REDACTED⁵⁹]prepare and provide to the Secretary of State for Approval a joint suicide prevention plan which it has developed in collaboration with Network Rail, detailing the Operator and Network Rail’s joint approach to the prevention of suicides (“**Joint Suicide Prevention Plan**”).

33.2 Where the Secretary of State does not Approve the draft Joint Suicide Prevention Plan submitted to it, the Operator shall:

- (a) make such amendments to it as the Secretary of State shall direct, in collaboration with Network Rail in accordance with the requirements specified under paragraph 3.1 of Chapter 1.2 (Strategies and Plans) and Chapter 3 (Collaboration) of the Contract; and
- (b) provide such additional information as the Secretary of State may require.

33.3 From the date of Approval, the Operator shall implement and comply with the Joint Suicide Prevention Plan.

34. **Improving the customer’s on-board experience**

34.1 The Operator shall by no later than:

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- (a) [REDACTED⁶⁰], in respect of one (1) Class 165 rolling stock unit and one (1) Class 168 rolling stock unit comprised in the Train Fleet:
- (i) procure an improvement for the on-board security through the replacement of existing saloon lighting with low-energy LED equivalents; and
 - (ii) without prejudice to the requirements of paragraph 7 to Chapter 5.4 (Customer Benefits) of the Contract, procure the replacement of the existing on-board CCTV equipment with a system that enables improved and more efficient retrieval and access to recordings, with such recordings being compliant with such standards as may be required for evidence in criminal proceedings.
- (b) [REDACTED⁶¹], implement an upgrade of the on-board passenger Wi-fi on all Class 168 rolling stock units comprised within the Train Fleet, for the principal purpose of improving reliability and on-board passenger experience.

SECTION G - Business Plan Commitments to Revenue Delivery Plan

35. Revenue Protection Plan

In addition to and without prejudice to its obligations under Chapter 8.1 (Marketing and Revenue Growth) of the Contract, the Operator shall by no later than [REDACTED⁶²] fully update and submit to the Secretary of State its revenue protection plan which will be integrated with the requirements of the Ticketless Travel Survey, support the recovery of passenger demand whilst ensuring a fair and customer-centric service is provided by the Operator. Once approved by the Secretary of State, the Operator shall implement such revenue protection plan in accordance with its terms.

SECTION H – Other Business Plan Commitments

36. IT Arrangements

36.1 [REDACTED⁶³]

36.2 [REDACTED⁶⁴]

37. PBF Specification revision

Notwithstanding paragraph 2 to Chapter 7.7 (Business Plan) of the Contract, the Parties acknowledge and agree that, as at the date of this Contract, the Secretary of State has

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engaged [REDACTED⁶⁵] to validate the SQR Benchmarks in respect of the Initial Business Plan Year (“[REDACTED⁶⁶]”) and, consequently, by no later than the end of the second Reporting Period following receipt of the [REDACTED⁶⁷], the SQR Benchmarks may be updated or revised to take account of the [REDACTED⁶⁸] by agreement between the Parties (each acting in a timely manner) or on failure to agree as reasonably directed by the Secretary of State.

38. **Customer Experience Maturity Model**

The Operator shall collaborate with the Secretary of State in the development of an industry wide maturity model for redefining the relationship between the railway and its customers and subject to the inclusion of the relevant costs in the applicable Cost Budget, shall collaborate with the Secretary of State in implementing such model.

39. **Emissions at Marylebone and Rolling Stock Air Pollution Solutions**

39.1 The Operator shall, within [REDACTED⁶⁹] months of the Start Date, submit to the Secretary of State a feasibility report providing options to reduce emissions at London Marylebone Station.

39.2 On approval by the Secretary of State, such approval indicating which option the Operator should implement, the Operator shall (subject to funding being made available) implement that option.

39.3 The Operator shall:

(a) in addition to and without prejudice to the requirements of paragraph 14, negotiate with the relevant rolling stock provider for the introduction of the HybridFlex trial in respect of a second Class 168 unit and, in conjunction with the relevant rolling stock provider, deliver to the Secretary of State for his approval a HybridFlex business case (including a fleet fitment programme) by no later than [REDACTED⁷⁰]. Subject to:

- a. a successful outcome for the HybridFlex trial in respect of such unit;
- b. the Secretary of State providing his approval; and
- c. funding being re-allocated within the initial Cost Budget,

the Operator shall use reasonable endeavours to negotiate with the relevant rolling stock providers to modify such rolling stock units as specified in the fleet fitment

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programme, with such fleet fitment modification programme commencing by no later than [REDACTED⁷¹]; and

(b) by no later than [REDACTED⁷²], work with the relevant rolling stock provider to introduce a Class 165 HyDrive unit.

39.4 Subject to the Secretary of State providing his approval and funding being made available, commencing from [REDACTED⁷³], the Operator shall introduce a HyDrive fleet fitment programme in respect of all the Class 165 units comprised in the Train Fleet and, any Class 175 units which are part of the Train Fleet as at that date.

39.5 The Operator shall during the Contract Term identify and propose to the Secretary of State an acceptable fleet cascade of more environmentally friendly rolling stock than that specified in the then current Train Fleet and shall, subject to the Secretary of State's approval and funding being made available, introduce such more environmentally friendly rolling stock into passenger service.

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