

Meeting minutes

HS2 Ltd Board

Meeting date Wednesday, 27 July 2022

Meeting location MS Teams

Meeting time 09:00-15:30

Members	Attendees	Apologies
Jon Thompson (acting Chair) Non-Executive Director	[REDACTED] Phase 2a Delivery Director	Ruth Todd Chief Commercial Officer
Michael Bradley Chief Financial Officer	[REDACTED] Procurement & Supply Chain Director	
Mel Ewell Non-Executive Director	Alan Foster Interim Chief Financial Officer	
Judith Hackitt Non-Executive Director	[REDACTED] Head of External Communications	
Tom Harris Non-Executive Director	[REDACTED] Programme Management Office Director	
Stephen Hughes Non-Executive Director	Non Owen Company Secretary	
Elaine Holt Non-Executive Director	[REDACTED] Portland Communications	
Ian King Non-Executive Director	[REDACTED] Director of Programme Integration DfT DfT Representative	
Roger Mountford Non-Executive Director	Chris Rayner (items 8, 9, 10 and 11) Delivery Director for Stations and Systems	
Mark Thurston Chief Executive Officer	[REDACTED] Project Client - Euston	
	Aileen Thompson (item 5) Director, Communications and Stakeholder Management	
	[REDACTED] General Counsel (Interim)	

1 Welcome, Quorum, Declarations of Interest and Values Moment

1.1 No new/additional conflicts of interest were declared.

- 1.2 The Board received a values moment from the Chief Executive Officer regarding respect following an informal Board Briefing on Talent and Succession in the organisation and a reflection of the increased profile of gender balance in and out of the workplace.

2 Minutes of the Previous Meeting and Matters Arising (HS2B_22-049 and HS2B_22-050)

- 2.1 The minutes of the meeting held on 29 June 2022 were approved as an accurate record.
- 2.2 The Board noted the status of the actions.

3 Deputy Chair/ Board Updates (HS2B_22-51)

- 3.1 The Board received and noted the report from the Deputy Chair as provided in the meeting pack, providing an update on activities during the period, including:
 - 3.1.1 Engagement with Stakeholders including HM Treasury who expressed rising confidence in the Programme.
 - 3.1.2 [REDACTED]. Draft correspondence will be drafted and agreed with the acting Chair in anticipation of the changes.
 - 3.1.3 Ongoing discussions between HS2 Ltd, the DfT and HM Treasury on funding and correspondence to be exchanged to formalise the position in due course.
 - 3.1.4 Inflation implications.
- 3.2 The Board noted the updates.

4 DfT Update (HS2B_22-052)

- 4.1 The Department for Transport (DfT) representative joined the meeting.
- 4.2 The Board received a verbal update on DfT activity / focus during the period, including:
 - 4.2.1 Engagement with the current HS2 Ltd Minister and reflections offered on the Programme which have been positive with engagement with Delivery activities.
 - 4.2.2 Interim period Governmental briefings.
 - 4.2.3 The near finalisation of the updated Development Agreement.
 - 4.2.4 Continued discussion on the impact of inflation and correspondence to be exchanged, noting continuation to work to current scope.
 - 4.2.5 Continued delays with procurement approvals and the requirement for the implication of the delays to be articulated. The Board discussed any potential options for an informal market engagement opportunity in order to keep the supply chain informed.

4.2.6 Deferral of the Ministerial Taskforce (MTF).

4.3 The Board noted the updates.

4.4 The Department for Transport (DfT) representative left the meeting.

5 Quarterly Reputation Report (HS2B_22-053)

5.1 The Director of Communications and Stakeholder Management, Head of External Communications and the Chair of Portland Communications joined the meeting.

5.2 The Board reviewed and noted the Quarterly Reputation Report, as included within the meeting papers.

5.3 The Board noted the following:

5.3.1 The update provided on reputation and how HS2 Ltd is perceived, noting a recent shift towards positivity.

5.3.2 Opportunity to raise the profile on the Environmental impacts and mitigations.

5.3.3 Strong engagement with MPs in and outside the line of route.

5.3.4 The raft of strong media opportunities.

5.3.5 The potential outcomes for the Prime Minister appointment and associated timelines.

5.3.6 Management will keep the Board informed of the movement over the coming weeks, including liaison with the acting Chair on proactive engagement plans.

5.4 The Director of Communications and Stakeholder Management, Head of External Communications and Chair of Portland Communications left the meeting.

6 CEO Summary and Phase One QBR Update– July 2022 (HS2B_22-054)

6.1 The Programme Management Office Director joined the meeting.

6.2 The Board reviewed and noted the CEO Board summary, for July 2022, as included within the meeting papers.

6.3 The following key points were raised and noted:

6.3.1 Continuation of work in the organisation to get traction following the publication of the CEO Mission. The Board noted that this will be considered by the Senior Leadership Team (SLT) prior to cascade in the organisation over the autumn.

6.3.2 Ongoing internal focus on safety performance with more work to do on the improvement plan following formal requests being made to the supply chain.

This discussion will be taken to the Health, Safety and Security Management Review prior to the Health, Safety and Security Committee.

- 6.3.3 [REDACTED]
- 6.3.4 The Board discussed the outcome of this work noting that [REDACTED]
- 6.3.5 HS2 Ltd continue to progress the work to strengthen ways of working with the DfT.
- 6.3.6 [REDACTED]
- 6.3.7 The Board noted the planned use of time in August to allow for a briefing on Rail Systems and Integration.
- 6.3.8 A verbal update on active litigation matters.
- 6.3.9 The CEO noted the meeting as the last in tenure for the CFO and expressed thanks and recognition for the contribution made during tenure. The CEO welcomed the incoming interim CFO to the organisation and as an attendee to the HS2 Ltd Board.

- 6.4 The Board noted the updates from the CEO.
- 6.5 The Board received and noted the Quarterly Business Review update, for Quarter One, up to June 2022, as included in the meeting papers.

6.6 The following key points were raised and noted:

- 6.6.1 The latest Tunnel Boring Machine (TBM) breakthrough coverage would be shared with the Board during the course of the day.
- 6.6.2 **The Board noted the corporate performance against the Key Performance Indicators for Quarter One and requested visibility of the notional year end position anticipated for each KPI, if possible, for the Quarter Two update.**

Action: [REDACTED]

- 6.6.3 The Board discussed the [REDACTED]
- 6.6.4 The Board discussed the position reported on inflation, [REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]

6.6.5 **It was agreed that a briefing would be held with one of the Joint Ventures, with an opportunity for a site visit to follow.**

Action: [REDACTED]

6.6.6 **The Board requested confirmation of a date for a briefing on Configuration States.**

Action: Non Owen

6.7 The Board noted the updates.

7 Phase 2a QBR Update (HS2B_22-055)

7.1 The Board reviewed and noted the Phase 2a Quarterly Business Review update, as included within the meeting papers.

7.2 The following key points were raised and noted:

7.2.1 **A request for separation in the Level One Overview of the Phase 2a Design and Delivery Partner (DDP) from other Phase 2a activity.**

Action: [REDACTED]

7.2.2 **Consideration to be given to show the amount of savings achieved through either efficiencies or lessons learned and whether there is any way to demonstrate the level of confidence to achieve these.**

Action: [REDACTED]

7.3 The Board discussed the MI covering Healthy and Safety, Schedule, Cost and Risk performance in the period.

7.4 The Board noted the lookahead key milestone review and the updates provided.

7.5 The Programme Management Office Director left the meeting.

8 Euston Station Affordability Update (HS2B_22-056)

8.1 The Project Client for Euston and Delivery Director for Systems and Stations joined the meeting.

8.2 The Board reviewed and noted the Euston Station Affordability Update, as included within the meeting papers.

8.3 The following key points were raised and noted:

- 8.3.1 The Board received and noted a reappraisal of Euston matters and a summary of interactions with Board and DfT from 2013 to date.
 - 8.3.2 [REDACTED]
 - 8.3.3 The Board noted that the cost position has remained stable since last reporting.
 - 8.3.4 That a discussion is required at a senior DfT level to agree the interfacing between HS2 and Network Rail (NR).
 - 8.3.5 It was agreed that Sir Jon Thompson and Ian King would provide this to HM Treasury and DfT in their respective readouts as a key concern of the Board.
- 8.4 The Board supported the update onto the DfT Investment, Portfolio and Delivery Committee (IPDC) [REDACTED]
- 8.5 The Project Client for Euston left the meeting.

9 Report from Commercial and Investment Committee 14 July 2022 (HS2B_22-057)

- 9.1 The Board received and noted the Report from Commercial and Investment Committee 14 July 2022
- 9.2 As per the report included in the meeting pack, the Committee had considered two items, namely:
 - 9.2.1 Platform Train Interface Protection (PTIP)- Package Procurement Plan (item 10 on the formal Board agenda).
 - 9.2.2 Railway Systems – Switches and Crossings – Award Recommendation (item 11 on the formal Board agenda).
- 9.3 The Chair of the Committee gave an overview of the report as included in the meeting pack and the Board held a discussion on the Platform Train Interface Protection - Package Procurement Plan approval being sought, raising the following key points:
 - 9.3.1 **The Board** [REDACTED].
 - 9.3.2 **There was a request** [REDACTED]
 - 9.3.3 **The Board request a summary of the requirement for PTIP to reappraise of the historic 2018 decision and why this remains the right approach.**
 - 9.3.4 **The Board requested detail on the strength of the safety case to proceed via this route.**
 - 9.3.5 **It was agreed that Management would reconsider the governance route for the paper prior to resubmission, if appropriate to the HS2 Ltd Board.**

- 9.4 The Board noted that as per the Committee report, [REDACTED]
[REDACTED]
[REDACTED]
- 9.5 The Committee Chair then went onto provide an overview and summary of the discussion held for the Railway Systems, Switches and Crossings Award Recommendation as included in the paper submitted to the Board.
- 9.6 The Committee noted the recommendation of the Committee for approval of the contract award.
- 9.7 The Board noted the updates.

10 Platform Train Interface Protection Package Procurement Plan (HS2B_22-058)

- 10.1 The Board noted the Platform Train Interface Protection Package Procurement Plan, seeking approval of the Platform Train Interface Protection (PTIP) Package Procurement Plan (PPP) for the delivery of Train Dispatch Systems (TDS) at all Phase 1 Stations and Platform Edge Doors (PEDs) at Interchange and Old Oak Common only.
- 10.2 Further to the discussion at Item 09: Report from Commercial and Investment Committee 14 July 2022, the HS2 Ltd Board [REDACTED]
[REDACTED]

11 Railway Systems Switches and Crossings Contract Award Recommendation (HS2B_22-059)

- 11.1 The Board noted the Railway Systems Switches and Crossings Contract Award Recommendation paper, as included in the meeting pack.
- 11.2 The paper sought approval for the contract award recommendation and Investment Authority for the Railway Systems Switches and Crossings (S&C) procurement.
- 11.3 Further to the discussion at Item 09: Report from Commercial and Investment Committee 14 July 2022, the HS2 Ltd Board were content to approve:
 - 11.3.1 [REDACTED]
[REDACTED]
[REDACTED]
 - 11.3.1.1 [REDACTED]
[REDACTED]

[Redacted text block]

11.4 The Delivery Director for Stations and Systems left the meeting,

12 Phase 2a Design and Delivery Partner Contract Award (HS2B_22-060)

12.1 The Phase 2a Delivery Director joined the meeting.

12.2 The Board noted the Recommendation to award the Phase 2a Design and Delivery Partner (DDP) Contract as included withing the meeting papers.

12.3 The Chair of the Commercial and Investment Committee (the Committee) summarised the involvement of the Committee to review and deliberate on the Contract Award as detailed in reports to the Board and most recently from the extraordinary meeting to consider the Award for recommendation to the Board on 25 July 2022.

12.4 The Board noted the report from the Committee in support of the Award recommendation.

12.5 The HS2 Ltd Board:

12.5.1 [Redacted text block]

12.5.2 [Redacted text block]

12.6 The Phase 2a Delivery Director and Procurement & Supply Chain Director left the meeting.

13 Report from Extraordinary Remuneration Committee 14 July 2022 (HS2B_22-061)

13.1 The Board received and noted the Report from Extraordinary Remuneration Committee 14 July 2022 as included in the meeting papers.

14 Report from Environmental Sustainability Committee 20 July 2022 (HS2B_22-062)

- 14.1 The Board received and noted the Report from Environmental Sustainability Committee (the Committee) 20 July 2022 as included in the meeting papers.
- 14.2 The Board noted the slightly revised remit of the Committee, following the introduction of an Executive level Environmental Performance Review, as aligned with the Health, Safety and Security Committee approach.
- 14.3 The Board noted and agreed that the changes would be made prior to the next Board meeting.
- 14.4 The Board noted the update.

15 New Power of Attorney for execution of documents (HS2B_22-063)

- 15.1 The General Counsel (Interim) joined the meeting.
- 15.2 The Board received and noted the revised Power of Attorney (PoA) to allow for execution of documents by certain key roles in the organisation, for approval as a matter reserved for the Board.
- 15.3 The Board approved the revised PoA and noted that the original will be revoked.
- 15.4 The General Counsel (Interim) left the meeting.

16 Forward Look (HS2B_064)

- 16.1 The Board reviewed the Forward Look paper, as included in the meeting pack, and noted the items scheduled for discussion at future meetings.
- 16.2 The Board delegated approval to the Commercial and Investment Committee on 11 August 2022 (subject to the Committee being satisfied to do so) for the below items:
 - 16.2.1 Phase 2a Advanced Civils Works North and South Contracts Approval.
 - 16.2.2 Specialist Security Services Pre-Qualification Pack.
- 16.3 The Board noted the use of an August briefing session as previously discussed.

17 AOB and Close/Meeting float

- 17.1 The Board recognised and expressed thanks to the outgoing CFO for his effort and contribution to the organisation and Board during tenure and credited the maturing of the CFO function during that time.

17.2 There were no other items of business raised for discussion and the meeting was closed.