

Meeting minutes

HS2 Ltd Board

Meeting date Wednesday, 27 November 2024
Meeting location Two Snowhill, Birmingham
Meeting time 09:00-16:00

Members	Attendees	Apologies
Jon Thompson (Chair) Chair	[REDACTED] Chief Financial Officer (Interim)	Joanna Davinson Non-Executive Director
Alan Foster Chief Executive Officer (Interim)	[REDACTED] (item 9) Head of Property Advisory	
Emma Head Chief Railway Officer	[REDACTED] (item 8) Land and Property Director	
Elaine Holt Non-Executive Director	[REDACTED] (item 9) Commercial Delivery Director – Civils & Services	
Stephen Hughes Non-Executive Director	[REDACTED] Advisor to the Board	
David Goldstone (items 1-8) Non-Executive Director	[REDACTED] (item 9) Commercial Delivery Director – Systems & Rolling Stock	
Ian King Non-Executive Director	Alan Over (item 3) DfT SRO	
Nelson Ogunshakin Non-Executive Director	Non Owen Company Secretary	
Keith Smithson Non-Executive Director	[REDACTED] (item 13) Stations and Phase 2 Procurement Director	
	[REDACTED] (item 10) Integration Director	
	[REDACTED] (item 13) Head of Procurement - Phase 2b	
	[REDACTED] (item 13) Head of Technical Support Services	
	[REDACTED] General Counsel	

1 Welcome, Quorum, Declarations of Interest and Values Moment

1.1 The Chair welcomed members and attendees to the meeting.

- 1.2 The Board noted that apologies had been received from Joanna Davinson for the meeting.
- 1.3 **The Board received a Values Moment from the General Counsel, and it was agreed that a memo relating to Directors Duties and the role of the Board would be shared in correspondence.**

Action: [REDACTED]

- 1.4 Board Members provided an update on business meetings scheduled relating to matters outside of HS2 Ltd.

2 Minutes of the Previous Meeting and Matters Arising (HS2B_24-75 and HS2B_24-076)

- 2.1 **The minutes of the meeting held on 30 October 2024 were approved as an accurate record of the meeting subject to amendment of wording in minute 3.2.5 and 3.2.10.**

Action: Non Owen

- 2.2 The Board noted the status of the actions.

3 DfT SRO Update (HS2B_24-077)

- 3.1 The Department for Transport (DfT) Senior Responsible Officer (SRO) joined the meeting.
- 3.2 The Board received a verbal update on DfT activity / focus during the period, including:

- 3.2.1 Recent safety incidents which had occurred in the period and that the process and timing for escalation needed to be reviewed following this. It was further agreed that a deep dive will take place at the Health, Safety and Security Committee.**

Action: Emma Head

- 3.2.2 The latest annual funding position for the current and next financial year end. The Board noted that the anticipated amount for the next financial year was not optimal for the Programme cost profile and whilst the management of this will create some issues it should still be seen as a good outcome in the current fiscal environment. The Board noted that there is an opportunity for a bid to be made for an additional amount but that a compelling business case will need to be presented in support of this. Work will continue with the DfT on this matter.
- 3.2.3 Review of schedule and declining performance in year being seen on Schedule Performance Indicators (SPIs). The DfT will work with HS2 Ltd to review options to manage this in year but noting that there needs to be preservation of Configuration State C and futureproofing for Configuration State D for integration of the High Speed Rail Systems (HSRS) Contracts and Rolling Stock.
- 3.2.4 Positive progress to achieve the award of the HSRS which is a major achievement.

3.2.5 Progress on the commercial options for Washwood Heath.

3.2.6

3.2.7 Activity to support the incoming CEO.

3.3 The following key points were raised by the Board:

3.3.1 The Board queried the status and timing for scope decisions which are required from Government. The DfT SRO advised that these remain with Ministers at the time of reporting.

3.3.2 The Board discussed that

Action: Emma Head

3.3.3 The Board discussed the position at Old Oak Common, noting that the movement of the blockade timing has opened wider discussions across the network. There has been a Board established to review the matter chaired by the DfT Permanent Secretary.

3.3.4 The Deputy Chair referenced a Non-Executive Director meeting hosted by the DfT where a discussion had been held on the Integrated Transport Strategy but noting that this did not make reference to infrastructure. The DfT SRO advised that the Strategy was more driven to principles, the view of the passenger and support of social mobility. It was agreed that the slides from this meeting would be shared with the Board.

Action: Elaine Holt

3.3.5 The DfT SRO advised that the six-monthly Parliamentary Report was due to be finalised imminently and published ahead of the upcoming Public Accounts Committee (PAC).

3.3.6 The Board discussed the need for Government to change the focus on major national endeavours away from business as usual activity.

3.4 The Board noted the updates.

3.5 The Department for Transport (DfT) Senior Responsible Officer (SRO) left the meeting.

4 Chair Summary – November 2024 (HS2B_24-078)

4.1 The Board received and noted the Chair Summary for November 2024, as included within the meeting pack.

4.2 The following key points were raised and noted:

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- 4.2.3 The Board noted the potential for areas of the Programme to be subject to further governance and discussed engaging with appropriate subject matter experts at these forums.
- 4.2.4 The Board queried whether the recently paused Non-Executive Director recruitment campaign should be reengaged.
- 4.2.5 **As part of the discussion [REDACTED] reviews, the Board requested visibility of the status and plans for the High Speed Rail Systems Contracts and the Alliance. Management advised that a Gateway commitment has been made and it was agreed that a briefing would be provided to the Board with attendance from the Alliance Chair and incoming Systems Director.**

Action: [REDACTED]

4.3 The Board noted the updates.

5 Interim CEO Report – November 2024 (HS2B_24-079)

- 5.1 The Board received and noted the Interim CEO Report for November 2024, as included within the meeting pack.
- 5.2 The following key points were raised and noted:
- 5.2.1 The Board were advised that a lot of Management activity and focus in the period mirrored the items on the agenda for the meeting including the Cost Oversight Group, Spending Review, Commercial Reset and Land and Property.
 - 5.2.2 The Board held another discussion regarding safety incidents including a review of what the process should be for any incidents which are not directly related to the HS2 Programme.
 - 5.2.3 The Board received a verbal update on all of the safety incidents which had occurred in the period and reiterated the importance to review the communication protocol.
 - 5.2.4 The Board noted Managements engagement with the various reviews noting that an output from the IPA review was yet to be received. The review of the

Programme continues to make progress however there is challenge for the teams involved to also contribute to other reviews taking place.

- 5.2.5 The Board received an update** [REDACTED]
[REDACTED]
[REDACTED]

Action: Alan Foster

- 5.2.6 The Board requested alignment with the DfT in advance of the PAC and also the content of the 6-monthly Parliamentary Report.**

Action: Alan Foster

- 5.2.7 The Board noted that a verbal update will be provided on the Board call on 17 December 2024 on the six-monthly Parliamentary Report with a more substantive paper in January 2025.**

Action: Alan Foster

- 5.2.8** Management reiterated the success for the award of the High Speed Rail Systems Contracts and that these were now in standstill period.

- 5.2.9 The Board noted that a number of conditions to the award have been set from Government and delegated a review of these conditions to the Commercial and Investment Committee.**

Action: [REDACTED]

- 5.3** The Board noted the November Programme Review summary as agreed to be provided following Finance and Performance Committee moving to a quarterly cycle.

- 5.4** The following key points were raised and noted:

- 5.4.1** The Board noted that implication of delays to the High Speed Rail Systems Contract award will be reviewed in the Schedule Optimisation work.

- 5.4.2** An update will be provided on the status of Rolling Stock and will be followed through governance with HS2 Ltd and the DfT in due course.

- 5.4.3 Noting the updates in the report provided on earthworks and quality, the Board requested clearer narrative as to whether the issue been resolved, or not, costed etc. and any wider implications.**

Action: Emma Head

- 5.4.4 The Board discussed the SPI and CPI noting that some of the performance seems significantly low with no narrative to support the position. It was agreed that a deep dive will be taken to the Finance and Performance Committee.**

Action: Emma Head

- 5.4.5 The Board approved the** [REDACTED]
[REDACTED]
[REDACTED]

5.5 The Board noted the updates.

6 Cost Oversight Group (HS2B_24-080)

6.1 The Board received and noted the Cost Group Oversight paper, as included within the meeting pack, providing an overview of the recently established Cost Oversight Group (COG) and update from its November meeting.

6.2 The following key points were raised and noted:

6.2.1 The Board noted that [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

6.2.2 The Board noted the matters being considered by the COG and agreed that the Board should also be sighted on the outcome work following the Arcadis Review. Management summarised that the recent meeting had been successful with a good level of debate.

6.2.3 The Board noted that a decision has been taken that no aggregate EAC position will be reported in the MI until future notice, but rather in year performance.

6.2.4 It was agreed that the Board will continue to receive the aggregate EAC position as an annex to the Board pack on a monthly basis for monitoring.

Action: Alan Foster

6.2.5 The COG has also agreed that there is a requirement for some form of output at the point the forum reach agreement.

6.2.6 The Board discussed assurance, and that activity appeared to happen at a number of levels, but that little reliance is then applied to the same. It was noted that the COG will review this as part of the activity.

6.3 The Board noted the update.

7 FY24/25 Forecast 2 Outcome Report for FY24/25 and FY25/26 (HS2B_24-081)

7.1 The Board received and noted the FY24/25 Forecast 2 Outcome Report for FY24/25 and FY25/26 paper, as included within the meeting pack, providing an update on the outcome of this year's Forecast 2 exercise for FY24/25 and FY25/2.

7.2 The following key points were raised and noted:

7.2.1 The Board received and noted [REDACTED]
[REDACTED]

- [REDACTED]
- 7.2.2 The Board received and noted [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
- 7.2.3 The Board discussed [REDACTED]
[REDACTED]
- 7.2.4 The Board noted the pace of activity and timescales involved noting that some judgements are potentially required to be made on cost versus schedule.
- 7.2.5 The Board agreed that should time be required outside of the diarised Board meetings; a call would be diarised to facilitate the same.

7.3 The Board noted the update.

8 Land and Property – Closure of Compensation Claims (HS2B_24-082)

- 8.1 The Land and Property Director and Head of Property Advisory joined the meeting.
- 8.2 The Board received and noted the Land and Property – Closure of Compensation Claims paper, as included within the meeting pack.
- 8.3 The Board were asked to:
- 8.3.1 Note the background to closing out compensation claims and why closure is complex.
 - 8.3.2 Note the changes made to be claimant focussed and put their experience at the heart of how we operate.
 - 8.3.3 Note the already completed and in-flight continuous improvements, and further opportunities for continuous improvement identified.
 - 8.3.4 Provide a steer on the level of routine reporting and oversight the Board would like to have of land and property.
- 8.4 The following key points were raised and noted:
- 8.4.1 The Board noted that there had been a renewed level of interest in Land and Property matters following some external enquiries into the same and as such an update was tabled for discussion at the Board.
 - 8.4.2 Management advised that claims can take time to resolve due to a number of reasons, including but not limited to claimant responses and reliability, quality

of information, validity of requests. There are also instances where it is not in the interest of the other party to resolve at the pace HS2 Ltd would wish to.

- 8.4.3 The Board noted the differences which can occur with claims resultant from rural versus urban space for example.
- 8.4.4 The Board received a presentation on an active claimant example and thanked Management for the clear articulation of the nuances which can be involved.
- 8.4.5 Management advised that work is ongoing with the DfT to review mechanisms and increase delegations where appropriate and there are longer ongoing effects to mitigate timeframes.
- 8.4.6 The Board queried the length of cases subject to legal challenge with Management advising that this varies from case to case.
- 8.4.7 The Board challenged Management on the information provided and whether more detail could be provided on metrics and what increased delegations would result in to improve the process.
- 8.4.8 The Board noted that dashboards are in development and are anticipated in January 2025.
- 8.4.9 The Board agreed that Land and Property Management Information will continue to be reported to Finance and Performance Committee on a quarterly basis and that a six monthly update would be provided to the Board.

8.5 The Board noted the update.

8.6 The Land and Property Director and Head of Property Advisory left the meeting.

9 MWCC Commercial Reset (HS2B_24-083)

9.1 The Commercial Delivery Director for Civils & Stations and the Commercial Delivery Director for Systems & Rolling Stock joined the meeting.

9.2 The HS2 Ltd Board received and noted a presentation as to the status of the Commercial Reset.

9.3 The following key points were raised and noted:

9.3.1 The Board received an update [REDACTED]

9.3.2 The Board noted [REDACTED]

9.3.3 The Board noted [REDACTED].

9.3.4 The Board noted that [REDACTED]

9.3.5 Management advised that [REDACTED]
[REDACTED]
[REDACTED]

9.4 The HS2 Ltd Board noted the update.

9.5 The Commercial Delivery Director for Civils & Services and the Commercial Delivery Director for Systems & Rolling Stock left the meeting.

10 HS2 Infrastructure Manager Recommendation (HSB2_084)

10.1 The Integration Director joined the meeting.

10.2 HS2 Ltd Board received and noted the HS2 Infrastructure Manager Recommendation paper, as included within the meeting pack.

10.3 The HS2 Ltd Board were asked to:

10.3.1 [REDACTED]
[REDACTED]
[REDACTED].

10.3.2 [REDACTED]
[REDACTED]

10.3.3 [REDACTED]
[REDACTED]
[REDACTED].

10.3.4 [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

10.4 The following key points were raised and noted:

10.4.1 Management thanked Board Members for their attendance and time given to briefing sessions held in advance on this matter.

10.4.2 It was noted that the incoming CEO has also been informally briefed on this matter and provided support to the direction of travel being taken.

10.4.3 Management reiterated the approach for a minimum viable product of an IM which should be kept as simple as possible.

10.4.4 The future governance arrangements are to be reviewed with the Company Secretary and the Board requested that the Deputy Chair is involved in the same.

Action: Emma Head/ Non Owen

10.5 The HS2 Ltd Board

10.6 The Integration Director left the meeting.

11 Report from Environmental Sustainability Committee 07 November 2024 (HS2B_24-085)

11.1 The Environmental Sustainability Committee Chair provided a report from the Environmental Sustainability Committee held on 07 November 2024 which had considered the following matters:

- 11.1.1 An update from the Green Network and where it has been agreed that there will be standing attendance to the meeting from the Chair of the Network.
- 11.1.2 Management Information and updates on mid-year carbon performance and pantograph noise risk.
- 11.1.3 External affairs update, the political environment and a presentation on voter's views on Britain's railways and HS2.
- 11.1.4 The Phase 1 Consenting Strategy Improvement Plan.
- 11.1.5 A further update on the publication of the Delivering our Environmental Commitments document.
- 11.1.6 **The Board requested a check on**

Action: Emma Head

11.2 The Board noted the update.

12 Report from Commercial and Investment Committee 19 November 2024 (HS2B_24-086)

12.1 The Commercial and Investment Committee Chair introduced the report summarising the meeting held on 19 November 2024 which had considered the following matters:

- 12.1.1 An initial review of the activity and implications of the new Procurement Act 2023 which will come into effect in February 2025.
- 12.1.2 A review of the Management Information which has been revised by Management for better understandability and use of the information. The Committee have provided feedback and will see a further iteration of the Management Information.

- 12.1.3 The Committee received a draft revision of the Terms of Reference for the Committee. Feedback was provided during the meeting, and a further version will be submitted to the next Committee meeting.
- 12.1.4 The Committee received an informal briefing on Washwood Heath.
- 12.1.5 The Committee had also considered the Release of the Green Assets Maintenance and Management Invitation to Tender (ITT). The Committee had endorsed this paper for onward submission to the HS2 Ltd Board which would be considered as the next item. The Board noted the key points of consideration which had been made by the Committee prior to submission to the HS2 Ltd Board as included in the paper.

12.2 The Board noted the update.

13 Release of Green Assets Maintenance and Management (GAM&M) ITT (HS2B_24-087)

- 13.1 The Stations and Phase 2 Procurement Director, Head of Procurement - Phase 2b and Head of Technical Support Services joined the meeting.
- 13.2 HS2 Ltd Board received and noted the of Green Assets Maintenance and Management (GAM&M) ITT paper, as included within the meeting pack.
- 13.3 The HS2 Ltd Board were asked to approve the release of the ITT for the Green Assets Maintenance and Management (GAMM) procurement.

13.4 The following key points were raised and noted:

13.4.1 Management provided an overview and summary of the paper.

13.4.2 The Bo [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED].

13.4.3 The Board noted [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED].

Action: [REDACTED]

13.4.4 The Board noted the discussion held at the Commercial and Investment Committee on the evaluation framework noting that revision to the same had resulted into comparable weighting for Health and Safety and so Committee Members had challenged this.

13.4.5 The Board considered the evaluation framework and weighting and requested that explanation is given to what is being driven for the social

value criteria and that these are as tangible as possible (unemployment, apprentices etc).

Action: Emma Head

13.4.6 The Board requested whether there is any opportunity for a CEF/BLEF type incentive to be introduced.

Action: Emma Head

13.5 The HS2 Ltd Board approved the release of the [REDACTED]

13.6 The Stations and Phase 2 Procurement Director, Head of Procurement - Phase 2b and Head of Technical Support Services left the meeting.

14 Report from Health, Safety and Security Committee 20 November 2024 (HS2B_24-088)

14.1 The Health, Safety and Security Committee Member introduced the report summarising the meeting held on 20 November 2024 which had considered the following matters:

14.1.1 Publication and issue of the Operational Safety Plan.

14.1.2 A very positive meeting with representatives of SCS following a safety incident for which the response of the team was commended.

14.1.3 The Board noted again that the HSPI detail will return to the Board following review by the Committee.

14.2 The Board noted the update.

15 AOB/ Meeting Close/ Meeting Float

15.1 The Board requested a list of matters to be discussed at the Board call on 17 December 2024.

Action: Non Owen

15.2 The Board requested a discussion with the incoming CEO on the Executive/ SLT as a NED only session at the appropriate time.

Action: Mark Wild

15.3 The Deputy Chair provided a verbal update on the status of senior roles.

15.4 There being no further business the meeting was closed.