



**Transport for Wales Board Meeting – Minutes**

10:00 – 16:30; 17 May 2019

Sardis House, Pontypridd

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**Present:**

Scott Waddington (NED & Chair) (SW)	James Price (CEO) (JP)
Sarah Howells (NED) (SH)	Nikki Kemmery (NED) (NK)
Heather Clash (TfW) (HC)	Alison Noon-Jones (ANJ)
Alun Bowen (AB)	Jeremy Morgan (Secretariat) (JM)

Simon Jones (SJ) and Adrian Davies (AD) (both Welsh Government) were present for item 1.

The following attendees from Transport for Wales were present for Part C: David O'Leary (DOL); Lewis Brencher (LB); and Geoff Ogden. Neil James and Victoria Dere were present for Part C 2(a) of the meeting.

**Part A: Full Board Meeting**

**1) Welsh Government presentations**

**a. TfW's role in the future transport agenda**

SJ updated the Board on how the Welsh Government envisage TfW's role in the future transport agenda. The Board were informed that over time, the Welsh Government would like TfW to broaden its horizons to deliver a truly integrated transport network with active travel, decarbonisation, safety and economic development at the core and where the TfW brand is carried over the Wales-England border.

**b. Update on the National Infrastructure Commission for Wales**

AD updated the Board on the role of the National Infrastructure Commission for Wales (the Commission). AD informed the Board that the Commission is a recently established non-statutory panel advising ministers. Current activity includes establishing the remit and meeting stakeholders, including TfW. The Commission plans to publish an annual report later in 2019, setting out its priorities. A status report will follow in November 2021. As an evidence-based body, the Commission plans to draw on TfW's work where appropriate.

**2) Introduction**



SJ and AD left the meeting and the Chairman welcomed members of the Board to the meeting.

**c. Apologies for Absence**

Alison Noon-Jones (Non-Executive Director).

**d. Notice of Quorum**

A quorum being present, the Chair declared the meeting open.

**e. Conflicts of interest**

No conflicts of interest were declared.

**f. Minutes and action from previous meetings**

The Minutes from the previous TfW Board meeting on 18 April 2019 were approved as a true and accurate record.

[REDACTED]

**3) Safety moment**

The Board noted that they were in a different location to usual but had not been offered details of safety procedures, particularly around fire drills and emergency exits.

**Action: JM to ensure that future Board meetings in external venues will include a safety briefing.**

**4) CEO's report**

JP introduced the main highlights from his CEO report. Although rail performance continues to improve, the aggregate PTL figure masks less favourable performance in some specific areas.

JP confirmed that TfW was in a good position for rolling out the new May timetable

Discussions between TfW, DfT and Network Rail continue to find agreement on OMR funding relating to CVL transfer. Work on transferring the asset continues, including identification of contingency measures if the 20 September transfer date is missed.

TfW has had positive engagement with the Trade Unions on various issues.

Several internal projects have made good progress including timesheet roll-out.



**5) Tour of Pontypridd site**

The Board visited the construction site of the new TfW office accommodation.

**6) Strategic / Development update**

**a. Finance**

HC introduced the finance report. The new finance system - MS Dynamics - is up and running and includes project accounting, general accounting and timesheets. The decision to train staff on the new system using internal staff rather than external providers has resulted in a cost avoidance of £47,000.

Internal audit activities have concluded for 2018-19. Five projects were completed covering purchase-to-pay (p2p), ERDF funding, cash at bank, single tender actions and procurement. The next Audit and Risk Committee is scheduled for 6 June. Agenda items will include internal audit plans for 2019-20, a report from Head of Internal Audit for 2018-19 and the governance review statement for the 2018-19 annual report.

The Welsh Government has sent TfW its remit letter for 2019-20. TfW teams are working through the content to determine affordability and address any potential funding gaps. Several items have not been funded because business cases have not yet been agreed.

***Action – HC to draft a response to the Minister on the remit letter for 2019-20 acknowledging receipt and that the teams are assessing affordability.***

An interim meeting with TfW's external auditors, KPMG, identified no issues of concern to date.

HC introduced the management accounts for April 2019. Resource expenditure was mainly for the grant agreement payment to the ODP for rail operations. Capital expenditure was trending low and focussed upon CVL transformation.

**b. Sub-committee progress**

AB updated the Board on activities relating to the Audit and Risk Committee. The policy for non-audit services has been drafted and will be formally agreed at the next Audit and Risk Committee meeting. An Internal Audit charter has been drafted which is based on a document produced by the Chartered Institute of Internal Auditors as amended for the public sector and will also be reviewed at the next meeting.

SH volunteered to join the Audit and Risk Committee.

**Approval: the Board approved SH as a member of the Audit and Risk Committee.**

ANJ had previously volunteered to join the Customer and Communications Committee.

**Approval: the Board approved ANJ as a member of the Customer and Communications Committee.**

AB volunteered to join the Health, Safety and Well-being Committee.



**Approval: the Board approved AB as a member of the Health, Safety and Well-being Committee.**

TfW continues to work with the Trade Unions to consider potential candidates for the Board. Until an individual is appointed, the Board agreed to ask Alison Noon-Jones to take responsibility for Board representation and engagement of the workforce.

***Action: SW to approach ANJ to take interim responsibility for engagement with the workforce***

SH updated the Board on the recent Customer and Communications Committee meeting. Good progress is being made on the customer side with the expansion of DOL's team. Work also continues to develop an agreed set of KPIs, a determination of what good customer service looks like, a social strategy and plan, brand development, and a service improvement plan. Plans are also in place to develop a website strategy.

NK informed the Board that the Health, Safety and Well-being Committee is scheduled to meet on 23 May.

**c. Steering Board update**

The TfW Steering Board met on 10 May. Items of note are covered by other agenda items during this meeting.

The Board agreed that the response to the EIS Committee Report would be approved by the Board prior to submission to the EIS Committee.

**d. Governance adherence / performance**

The Board discussed the recent Board/Executive Strategy day and agreed that the day was successful. A date for a follow-up event is being sought.

**e. Any other business**

JP updated the Board on the recent staff conference in Pontypridd. The day was well-organised and included information sessions, a tour of the new office accommodation, launch of the TfW intranet, launch of TfW Yammer, a pulse survey and a question and answer session with the Senior Leadership team.

**Part B: confidential HR matters**

The Board discussed the Public Accounts Committee recommendation in their November 2014 report on Senior Management Pay, for publicly funded bodies to publish remuneration details for senior executives. TfW will implement the recommendation through the annual report, detailing numbers of staff in salary bands across all grades with contextual information about how salaries are benchmarked and set.

**Part C: operational update session**

**1) Annual report**



NJ and VD joined the meeting to update the Board on the progress of the annual report. The Board approved the draft concept designs and layout but questioned whether the Welsh Government's logo is required for the front cover.

**Action: JM to check protocol for using the Welsh Government's logo on publications**

## **2) Safety performance**

GM introduced the safety performance report. NK commented that a balance needs to be struck between data coming to the Board and to the Health, Safety and Well-being Committee.

GM reported that:

- there were zero RIDDOR, Major Injury or Cat A SPADS reported in Period 1;
- two minor accidents (no lost time) occurred in South Gate House attempting to open windows;
- work continues in aligning ODP and TfW Safety Management Systems;
- draft SMS submission to the ORR will be made 13 May with final submission due end of May;
- a break in and theft has occurred at the asbestos removal contractor's compound at Taffs Well and a pressure washer and bowser stolen. A report has been made to the British Transport Police and security has been enhanced;
- TfW has appointed an Employee Assistance Programme provider (Health Assured) and Occupational Health provider (Fusion OH). Both are 12-month contracts with a view to aligning providers with Rail Services and Infrastructure businesses.

GM confirmed that the OPD had appointed a member of staff with responsibility for sustainability issues.

Briefing of staff on health, safety and well-being continues and a more than satisfactory number have taken part in staff briefings and training. Two elements of TfW's mandatory training programme are health and safety related.

The Board discussed issues around alcohol consumption on trains and agreed that the policy needs reviewing and ensuring it is in line with the ODP's.

**Action – GM to review TfW's alcohol consumption on trains policy**

SH asked if TfW provides training for guards to look out for the signs of a major incident such as committing a crime, suicides or major health issues and whether there is potential to explore these issues with PSBs. LB agreed to explore.

**Action: LB to explore whether TfW provides training for guards on dealing with major incidents.**

LB informed the Board that the Community Rail Strategy was launched yesterday and will include school outreach activities, which could potentially include safety on the railway issues.



JP asked if voluntary Community Rail Groups can include a broader range of demographic to ensure they are more representative.

SH asked whether TfW is working towards the Welsh Government-sponsored Health at Work Corporate Health Standard. GM confirmed that it is.

### **3) Transport Change Programme business case update**

GO provided an update with progress on the Transport Change Programme business case. The Welsh Government is reviewing the Strategic Outline Case (SOC) for the programme and the management case for the transfer of staff. Work is also required to determine TfW's readiness for any transferred work.

### **4) Risk Register**

DOL reported that there is little change in the risk register. The risk of a terrorist attack has been removed and replaced with a comment on having awareness of national threat level. DOL reported that the asset transfer risk would need to be reviewed in the light of any emerging information.

The Board agreed that the risk register would benefit from trajectory arrows, indicating the direction in which the risk is moving, even if scores do not change.

### **5) Progress against milestones**

GO introduced the corporate and project milestone trackers. The Board were informed that the corporate tracker is morphing towards a development tracker.

***Action: GO to put high, medium and low impact bandings on the Corporate Milestone Tracker as is currently in Programme tracker.***

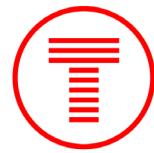
### **6) Communications**

LB introduced the communications dashboard. As well as various external engagements relating to various press-releases, there has also been a significant amount of internal communications around Yammer, TfW intranet, weekly bulletins, and the launch of MS Dynamics.

In general, external communications are showing good engagement and a steadily improving brand awareness. Complaint five and ten-working day response times have slipped owing to steady high volume and an end to temporary staff contracts. However, complaint 20 working day responses remain well within compliance thanks to the efforts of the Customer Relations team. LB stressed that this data gives snapshot and should be viewed as a true reflection of customer experience.

LB introduced a draft advisory architecture strategy which is being developed in response to the EIS Committee report.

**The Board were thanked for their attendance. The next TfW Board meeting is scheduled for Wednesday 19 June 2019, at TfW Depot, Holyhead.**



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