

**CROSSRAIL BOARD**

**Minutes of the Meeting of the Board of Directors of Crossrail Limited  
Held on Thursday 14 January 2016 at 13.15  
Crossrail Limited, 28th Floor Boardroom, 25 Canada Square,  
Canary Wharf, London E14 5LQ**

<b>Members:</b>	<b>In Attendance:</b>	<b>Apologies:</b>
Terry Morgan <i>Chairman</i>	Martin Buck <i>Transition &amp; Strategy Director</i>	
Andrew Wolstenholme <i>Chief Executive</i>	Victoria Burnett <i>Head of Secretariat</i>	
Pam Alexander <i>Non-executive Director</i>	Mark Fell <i>Legal Services Director &amp; Company Secretary</i>	
Michael Cassidy <i>Non-executive Director</i>	Lucy Findlay <i>Chief of Staff</i>	
Mathew Duncan <i>Finance Director</i>	Paul Grammer <i>Commercial Director</i>	
Phil Gaffney <i>Non-executive Director</i>	Chris Green (Part of meeting) <i>Chair – Operations and Systems Expert Panel</i>	
Terry Hill <i>Non-executive Director</i>	Will Parkes <i>External Affairs Director</i>	
Robert Jennings <i>Non-executive Director</i>	Howard Smith <i>Operations Director</i>	
Daniel Moylan <i>Non-executive Director</i>	Valerie Todd <i>Talent and Resources Director</i>	
Simon Wright <i>Programme Director</i>		

The meeting was quorate.

	The Chairman welcomed Board members and attendees.
<b>BD MIN 151203</b>	<b>Minutes of the Meeting of the Board held on 3 December 2015</b> The Board <b>APPROVED</b> the minutes of the meeting held on 3 December 2015 for signature.
<b>BD AC 160114</b>	<b>Actions and Matters Arising</b> The Board <b>NOTED</b> that there were no actions 'due' for this meeting that were not already covered elsewhere on the agenda.
<b>BD CBR 151203</b>	<b>Crossrail Board Report Period 9</b> Andrew Wolstenholme introduced the Period 9 Board Report providing an overview and highlighting key ' <b>Are We Within Funding?</b> ' performance results. It was <b>NOTED</b> that: <ul style="list-style-type: none"> <li>Overall, Period 9 had been positive although the variance against completion was now 2.8%;</li> </ul>



- Achievement exceeded plan for platform edge screens, first stage concrete and SCL;
- On Network Works were 56% completed at the Period end. Since Period 9, the works carried out during the Christmas period had gone well;
- Cumulative SPI had remained at 0.96 and cumulative CPI remained at 0.92
- It was expected that In-Period SPI and CPI would continue to fluctuate and the in-period CPI and SPI were 0.84 and 0.82 respectively;
- AFCDC had increased by £10m mostly because of [REDACTED]
- The breach of IP0 had increased by £8m resulting in a total breach at P50 of £107m with headroom to IP1 of £132m;
- Crossrail costs were in line with the 2015-16 business plan and year-to-date expenditure was £15m below the business plan;
- Strategic risks and significant risks had remained stable, although the forecast risk level of Crossrail delivering above IP1 was increased; and
- KPIs had remained the same except for an improvement in HSPI.

### **Are We Safe?**

It was **NOTED** that:

- In Period 9, safety performance had improved with three incident free weeks;
- There were six significant incidents in Period 9 comprising: 1 RIDDOR Lost Time Injury; 1 3-day-plus Lost Time Injury; 1 significant Minor Injury; and 3 high potential Near Misses;
- HSPI had increased to 2.28 from 2.24.
- C610's health and safety performance was still not up to standard and the contractors had been invited to attend the Health and Safety Committee meeting in January;
- RIDDOR AFR had remained at 0.16, lost time case AFR had improved to 0.25 and the reporting rate had also improved; and
- There remained four contracts that had achieved over two years without a Lost Time Case – Victoria Dock Portal, Custom House, Bond Street and Mile End.

### **Are We on Time?**

Simon Wright presented an overview of delivery performance highlighting some of the key issues:

- Plans were underway by C300 to address quality issues with the sprayed concrete lining of tunnels at Tottenham Court Road and Bond Street. It was expected that the work would not impact the stations' contractors' programmes;
- LIS/AP9 Electra House - Pipe arch construction had begun on 28 November following confirmation to proceed with the grouting and pipe arch methodology. A utility survey of London Wall Buildings had been conducted with a view to re-starting mining;
- Rectification work at Tottenham Court Road to the platform edge screen support brackets was completed and the westbound platform tunnel was successfully handed over to the C610 Systemwide contractor on 2 December. The eastbound platform tunnel was expected to be ready for handover on 18 December. Both dates supported the C610 MOHS programme;
- The C510/512 Contractors' integrated tunnels/platforms programme had been developed and broadened to include systemwide switches and crossing works at the Whitechapel crossover. Revised dates for access and handover of the westbound platform tunnel and crossover had been agreed. The opening of the interim station was planned for 18 January 2016.
- C412 had facilitated the transit of the C610 Multi Purpose Gantry through Bond Street Station westbound platform tunnel and good progress was being made to facilitate the delivery of Sectional Completion 2 on 14 February 2016 and



	<p>Sectional Completion 1 on 19 March 2016;</p> <ul style="list-style-type: none"> <li>• The mini-blockade works at Ilford Yard had been completed as planned on 6 December 2015. Coordination continued with all stakeholders to ensure main-blockade works were cost effectively delivered according to the current plan (commencing 10 April 2016);</li> <li>• The ORR had given support, in principle, to the exemption submission for Plan B. A formal decision was expected in late January/early February. The C620 contractor, Siemens, would now be instructed to adopt Plan B at the western transition; and</li> <li>• Improving production and health and safety performance for Systemwide had remained a focus for Period 9.</li> </ul> <p><b>Commercials Update</b></p> <p>Paul Grammer provided an update on progress with commercial negotiations on the following contracts: C405 Paddington, C412 Bond Street, C422 Tottenham Court Road, C435 Farringdon, C502 Liverpool Street, C510/512 Whitechapel, C300/410 Tunnels West, C305 Tunnels East, C610 Systemwide, C828 Ilford Depot, and C530 Woolwich.</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p><i>Are we world class?</i> It was <b>NOTED</b> that:</p> <ul style="list-style-type: none"> <li>• A Quality Performance Index had been developed to rank each Tier 1 contractor;</li> <li>• Crossrail had received the Judges' Supreme Award at the NCE International at the Tunnelling and Underground Space Awards;</li> <li>• The Crossrail media tonality score in Period 9 was positive in 52% of articles with negative coverage at 2%;</li> <li>• A total of 517 apprentices had worked on the Crossrail project at the end of Period 9; and</li> <li>• The Learning Legacy launch event was planned for 26 February 2016 and Board members would be briefed on it at the Board informal meeting in February.</li> </ul> <p>In response to a question from Board members, Will Parkes undertook that in future he would issue Board members with a regular digest of select CRL external affairs activity.</p> <p><b>Action:</b> Will Parkes</p> <p>The Board <b>NOTED</b> the Board Report for Period 9.</p>
53/16	<p><b>CRLB 42/16 – Project Representative Report Period 08 and 09</b></p> <p>The Board received the Project Representative's (P-Rep) Project Status Reports for Period 8 and Period 9.</p> <p>The Period 9 report noted the following:</p> <ul style="list-style-type: none"> <li>• An increase in AFCDC and a risk that the IP0 breach would increase and headroom to IP1 would decrease;</li> <li>• The key performance indicators associated with schedule progress were stabilising and had shown an improvement in Period 9;</li> <li>• CRL, RfL and London Underground were now scheduled to meet in January to</li> </ul>

	<p>address handover processes collaboratively;</p> <ul style="list-style-type: none"> <li>• A number of procedural issues relating to Ilford Yard;</li> <li>• A non-alignment of signalling interfaces between Siemens and Bombardier Transportation's schedules and the need for formal agreement on the process;</li> <li>• Better progress was being made on agreement of variation notices for On Network Works;</li> <li>• A risk remained as the complexity of the grouting scheme for Access Passage 9 (AP9) might result in a significant programme delay and that AP9 construction issues should be resolved quickly to minimise the risk to the "Barbican Vision" schedule;</li> <li>• CRL's preparation of a new initiative - "Whitechapel Window" - to identify, address and unblock pinch points to recover the current three month schedule delay in handover dates of the westbound tunnel to systemwide.</li> <li>• Slower than expected progress at Woolwich,</li> <li>• Concerns about C610's general progress with track installation and particularly the performance of the concrete train where outputs had been much lower than expected.</li> </ul> <p>The Board <b>NOTED</b> the Period 08 and 09 reports.</p>
54/16	<p><b>CRLB 43/16 – Legal Report</b></p> <p>The Board received the Legal Report which updated the Board on legal matters.</p> <p>The Board <b>NOTED</b> the Legal Report including that the outcome of Mr Pritchett's application to the Court of Appeal with respect to Tottenham Court Road was still awaited. Crossrail had recovered costs awarded against Mr Pritchett following dismissal of his claim by the High Court.</p>
55/16	<p><b>CRLB 44/16 – Operations and Systems Expert Panel Update</b></p> <p>Chris Green presented a paper on the Operations and Systems Expert Panel Update which focussed on the following:</p> <ul style="list-style-type: none"> <li>• Train readiness (construction and design);</li> <li>• Train readiness (interfaces – integration of signalling and control systems);</li> <li>• Train readiness (testing and approvals);</li> <li>• Depot readiness (Ilford –Stage 1);</li> <li>• Station platform readiness;</li> <li>• Stage 2 readiness;</li> <li>• Train timetable process and final timetable process; and</li> <li>• Industry agreements.</li> </ul> <p>The Board <b>NOTED</b> the Operations and Systems Expert Panel Update.</p>
56/16	<p><b>CRLB 45/16 – Presentation to Sponsors – post SACR 14</b></p> <p>Mathew Duncan provided a presentation which would be delivered to the Sponsor Board on 20 January. It highlighted some of the initiatives being carried out by CRL since SACR 14 to maximise headroom to IP1.</p> <p>The Board <b>ENDORSED</b> the presentation to be delivered to the Sponsor Board.</p>
57/16	<p><b>CRLB 46/16 – [REDACTED]</b></p> <p>[REDACTED]</p>



	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>
58/16	<p><b>CRLB 47/16 – Changes to PDP Incentive Scheme</b></p> <p>Paul Grammer presented a proposal to realign the current Final Incentive Scheme contained within the Project Delivery Partner (PDP) Services Contract with Bechtel Limited. Two options were contained within the paper with the recommended option being Option 2 which was considered to be in the best interests of the Project in that it would continue to motivate the PDP to deliver the best outcome and align interests of the Contractors and the PDP.</p> <p>The Board <b>ENDORSED</b> the proposal which would need to be submitted to TfL and DfT for approval.</p>
59/16	<p><b>CRLB 48/16 – Network Rail Financing Agreement</b></p> <p>Mathew Duncan presented a proposal to extend the Interim CRL Funding Payments Agreement with Network Rail to fund the On Network Works (ONW) from March 2016. The Agreement had been established in March 2012 and was extended two years later. A summary of terms for the proposed supplemental agreement were set out in the paper presented to the Board. The net benefit to Crossrail was in the region of £45m representing the difference between the amount of the financing charge avoided less the SFA interest foregone and Network Rail compensation.</p> <p>The Board <b>ENDORSED</b> the proposal which would need to be submitted to TfL and DfT for approval.</p>
60/16	<p><b>CRLB 49/16 – Committee Terms of Reference</b></p> <p>Terry Morgan presented Terms of Reference for the following Committees with suggested non substantive changes made to reflect changes in Executive post holders and Board membership:</p> <ul style="list-style-type: none"> <li>• Audit Committee;</li> <li>• Executive &amp; Investment Committee;</li> <li>• Health &amp; Safety Committee;</li> <li>• Nominations Committee; and</li> <li>• Remuneration Committee.</li> </ul> <p>The Board <b>APPROVED</b> the amended Terms of Reference as presented to the meeting.</p>
61/16	<p><b>Minutes of Board Committees for Reference</b></p> <p>The Board received the following minutes for reference:</p> <p>Executive and Investment Committee      EIC MIN 151126  Executive and Investment Committee      EIC MIN 151210</p>



Non-executive Chairman



**Pre-meeting Board Briefing – Thursday 14 January 2016**

<b>Members:</b>	<b>In Attendance:</b>	<b>Apologies:</b>
Terry Morgan <i>Chairman</i>	Sarah Allen (Part of meeting) <i>Head of Marketing Communications</i>	
Andrew Wolstenholme <i>Chief Executive</i>	Victoria Burnett <i>Head of Secretariat</i>	
Pam Alexander <i>Non-Executive Director</i>	Martin Buck <i>Transition &amp; Strategy Director</i>	
Michael Cassidy <i>Non-executive Director</i>	Mark Fell <i>Legal Services Director &amp; Company Secretary</i>	
Mathew Duncan <i>Finance Director</i>	Lucy Findlay <i>Chief of Staff</i>	
Phil Gaffney <i>Non-executive Director</i>	Maria Gabor (part of meeting) <i>MTR Crossrail</i>	
Terry Hill <i>Non-executive Director</i>	Paul Grammer <i>Commercial Director</i>	
Robert Jennings <i>Non-executive Director</i>	Mike Forster (Part of meeting) <i>Design Steering Group</i>	
Daniel Moylan <i>Non-executive Director</i>	Archie Mitchell (Part of meeting) <i>MTR Crossrail</i>	
Simon Wright <i>Programme Director</i>	Will Parkes <i>External Affairs Director</i>	
	Howard Smith <i>Operations Director</i>	
	Chris Sexton (Part of meeting) <i>Technical Director</i>	
	Valerie Todd <i>Talent and Resources Director</i>	

**1. Design Steering Group Activities Update**

Howard Smith presented the Board with the latest designs including the new uniforms for MTR Crossrail staff.

It was **AGREED** that Howard Smith would meet Pam Alexander to bring her up to date with design developments in more detail.

**Action:** Howard Smith

The Board **NOTED** the presentation.

**2. Communications Plan – ‘Crossrail is Coming’**

Sarah Allen provided an overview of the ‘Crossrail is Coming’ campaign highlighting a number of planned events and activities for 2016.

The Board **NOTED** the presentation.



### 3. Regulatory Readiness

Chris Sexton gave a presentation to the Board to explain the work being carried out to ensure that regulatory approvals were being sought in a timely manner. It was **NOTED** that the Audit Committee had received a similar presentation at its meeting in December. The Board asked for consideration to be given as to how regulatory approvals might be tracked and what could be included in the Board Report.

**Action:** Chris Sexton/Simon Wright

The Board **NOTED** the presentation

