



BD MIN 190815

**CROSSRAIL BOARD**

**Minutes of the Meeting of the Board of Directors of Crossrail Limited  
Held on Thursday 15 August 2019 at 11:00  
10Boardroom01, 5 Endeavour Square, Stratford, London E20 1JN**

<b>Members:</b>	<b>In Attendance:</b>	<b>Apologies:</b>
Tony Meggs <i>CRL Chair</i>	Susan Beadles <i>Head of Legal Services &amp; Company Secretary</i>	Phil Gaffney <i>Non-executive Director</i>
Nick Raynsford <i>Deputy CRL Chair</i>	Mark Cooper <i>Programme Director</i>	
Sarah Atkins <i>Non-executive Director</i>	Lucy Findlay <i>Chief of Staff</i>	
David Hendry <i>Chief Finance Officer</i>	[REDACTED] <i>Project Representative (PRep)</i>	
Steve Livingstone <i>Non-executive Director</i>	Simon Kirby (part of the meeting) <i>Crossrail Advisory Panel</i>	
Anne McMeel <i>Non-executive Director</i>	Sheree Sinclair <i>Company Secretarial Assistant</i>	
Nelson Ogunshakin <i>Non-executive Director</i>	Howard Smith <i>COO</i>	
Andy Pitt <i>Non-executive Director</i>	Carole Bardell-Wise (Item 8 only) <i>Health and Safety Director</i>	
Chris Sexton <i>Deputy CEO</i>	Nisrine Chartouny (Item 11 only) <i>Head of Commercial</i>	
Mark Wild <i>Chief Executive Officer</i>	Mike Brown (Item 21 only) <i>TfL</i>	
	Simon Kilonback (Item 21 only) <i>TfL</i>	
	Ruth Hannant (Item 21 only) <i>DfT</i>	
	Matt Lodge (Item 21 only) <i>DfT</i>	
	Bernadette Kelly (Item 21 only) <i>DfT</i>	

The meeting was quorate.

	<p><b>Directors' Interests</b></p> <p>Members were reminded that any interests in a matter under discussion must be declared at the start of the meeting, or at the commencement of the item of business.</p> <p>There were no interests declared in relation to the business of the meeting.</p>
<b>BD MIN 190718</b>	<p><b>Minutes of the Meeting of the Board held on 18 July 2019</b></p> <p>The Board <b>APPROVED</b> the minutes of the meetings held on 18 July 2019 for signature, subject to the amendments put forward at the meeting.</p>
<b>BD AC 190815</b>	<p><b>Actions</b></p> <p><b>20.057 – Bechtel</b> – The Board <b>NOTED</b> that Ailie MacAdam of Bechtel Limited</p>

	<p>would be invited to attend the September 2019 CRL Board meeting and that Brendan Bechtel would be invited to attend the October 2019 CRL Board meeting.</p> <p><b>20.054 – Corporate Objectives for FY 2019/20</b> – The Board <b>NOTED</b> the update regarding the Corporate Objectives and <b>APPROVED</b> them subject to a minor amendment suggested at the meeting.</p> <p>The Board <b>NOTED</b> that the other ‘due’ actions were either complete or covered by the agenda for the day’s meeting.</p>
Verbal	<p><b>Board Vis Update on Key Milestones</b></p> <p>The Board <b>NOTED</b> the vis update on the key milestones.</p>
43/20	<p><b>CRLB 43/20 – Delivery Control Schedule v1.0 including Revised AFCDC</b></p> <p>The Board received a paper which provided an update on the development of the Delivery Control Schedule (DCS) v1.0 and the revised AFCDC.</p> <p>The Board <b>NOTED</b> the following:</p> <ul style="list-style-type: none"> <li>• The baselined DCS v1.0 had been communicated internally to staff and externally to the supply chain and was being tracked and reported against the Project (deterministic) and Programme dates;</li> <li>• The most recent focus was to move from planning to execution by incorporating critical risks and embedding the tightening process. An initial QSRA was completed [REDACTED];</li> <li>• Further work was required in relation to: Tier 1 alignment; challenging growth in indirect costs; and progressing risk maturity, particularly in relation to the key tightening areas and assessing forecast productivity;</li> <li>• It was important to ensure that the DCS v1.0 baseline dates were consistently interpreted and applied. The Board <b>REQUESTED</b> clarity on the definitions of the [REDACTED] dates and how progress would be monitored against these;</li> </ul> <p><b>Action: Mark Cooper</b></p> <ul style="list-style-type: none"> <li>• Cost control and risk management of the schedule, including the risks and uncertainties across the programme, was key and it was important for the management team to report against these risks and mitigation activity. The Board <b>REQUESTED</b> that they should be provided with an analysis of the budget and forecast against the budget by period, pre and post risk, to be presented at the next Board meeting on 12 September 2019.</li> </ul> <p><b>Action: David Hendry</b></p> <ul style="list-style-type: none"> <li>• [REDACTED] of risks at P50 had been evaluated as having an 80% or greater likelihood of occurring and had been reclassified as ‘cost’ and were now included within the total of [REDACTED] AFC Programme Allowances. This would remain on the risk register and mitigations would be progressed as part of the ongoing risk management processes.</li> <li>• The forecast at P50 and P80 were now £44m and £394m respectively</li> </ul>

	<p>above the funding package. The increases were predominantly driven by [REDACTED] and the balance from programme risk. Risk was currently quantified pre-mitigations. The Board <b>REQUESTED</b> to be provided with evidence of the drawdown of risk and a cost reduction strategy.</p> <p><b>Action: David Hendry</b></p> <ul style="list-style-type: none"> <li>• A window of at least two periods was required to demonstrate performance against the DCS and thereby improve confidence in the deliverability of the plan.</li> <li>• The pathway from Stage 3 to 4 to 5 needed to be evidenced and this would be brought to the Board in September 2019;</li> <li>• A formal review should take place with the Plateau team involving input from the Advisory Panel to gain their perspective of the risks across the programme.</li> </ul> <p><b>Action: Colin Brown</b></p> <p>The Board <b>APPROVED</b> the DCS v1.0 baseline dates; <b>CONSIDERED</b> the financial implications of the DCS v1.0 including scenarios and <b>NOTED</b> the intention to review the position in the light of performance over the next few periods and once the position post risk mitigation was better understood; and <b>APPROVED</b> the change control process set out in the paper which moved Board level change control from Programme Milestones to a new set of [REDACTED] dates.</p>
44/20	<p><b>CRLB 44/20 – Stage 5A Progress Update</b></p> <p>The Board <b>NOTED</b> progress to date towards the launch of Stage 5A and that residual risks had been identified and were being managed through appropriate integrated oversight, to ensure a successful service launch.</p> <p>The Board <b>NOTED</b> there was currently a 50% probability of 9 car vs 7 car trains being introduced in 'Integrated Mode' in December 2019. A further update would be provided at the October CRL Board meeting.</p> <p><b>Action: Howard Smith</b></p> <p>The Board <b>REQUESTED</b> that MTR should be invited to attend a future CRL Board Meeting.</p> <p><b>Action: Howard Smith</b></p>
BD CBR 190815	<p><b>Crossrail Board Report Period 4 including Safety Update and External Engagement Approach</b></p> <p>The Board <b>NOTED</b> the Board Report for Period 4 including the following:</p> <p>On safety, the primary causes of the High Potential Near Misses (HPNMs) were procedural irregularities; materials dropped from height; and energised systems.</p> <ul style="list-style-type: none"> <li>• Discussions were continuing with [REDACTED] regarding their [REDACTED] plan which provided eight focused smart actions to assure confidence of [REDACTED] capability to</li> </ul>

	<p>deliver the maintenance that was required of the railway as well as CRL continuing to support them [REDACTED].</p> <p><i>External Engagement Approach</i></p> <p>The Board <b>NOTED</b> the External Engagement Approach which outlined a strategy to assist in restoring the project's reputation, engage with stakeholders, build trust and ensure transparency of project progress. A quarterly update would be sent out via a press update, a dynamic testing video and stakeholder letters. It was <b>NOTED</b> that any feedback/ comments should be directed to the Chief of Staff.</p> <p>The Board <b>NOTED</b> that a new Communications Director would be joining CRL in September 2019.</p>
45/20	<p><b>CRLB 45/20 – Target Zero Safety Improvement Plan</b></p> <p>The Board <b>NOTED</b> the Target Zero Safety Improvement Plan for the financial year 2019-2020 which addressed the current Health and Safety performance issues.</p> <p>The Board <b>NOTED</b> the four key focus areas: Work Safety; Safety Leadership &amp; Engagement; Setting our Culture; and H&amp;S Assurance.</p> <p>The Board <b>REQUESTED</b> that an analysis which considered the HPNM events and insights into the trends be presented at the next Board meeting on 12 September 2019.</p> <p><b>Action: Carole Bardell-Wise</b></p>
46/20	<p><b>CRLB 46/20 – Approval of Certified Information for Funding Drawdown Date of 13 September 2019</b></p> <p>The Board received a paper seeking approval of the CRL Certified Information required under clause 5.3 of the Supplemental Agreement (SA) with TfL and DfT relating to the provision of additional funding for the project and the corresponding Supporting Statement in relation to the 13 September 2019 funding drawdown.</p> <p>Following a discussion on the proposed letter and Supporting Statement, the Board:</p> <ul style="list-style-type: none"> <li>• concluded that, in light of the substantial amount of cost allowance and risk allowance contained within the Period's advised P50 cost estimate, there was considerable scope for mitigation activities to be implemented and managed to reduce the AFCDC; that the difference between the P50 estimate and the funding envelope was minimal given the uncertainties involved; and that cost estimates would be refined over the coming months as performance was progressed against the DCS and risk mitigation activities enacted. It was further concluded that there was therefore, no requirement to look to request an increase in the current budget and the funding required.</li> <li>• <b>AUTHORISED</b> the CFO or other Director to sign the certified information and submit this along with an amended Supporting Statement to the Sponsors on 15 August 2019.</li> </ul>



	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>				
49/20	<p><b>CRLB 49/20 – Modern Slavery Statement 2019</b></p> <p>The Board received a paper seeking approval of the arrangements for compliance with the requirements of the Modern Slavery Act 2015.</p> <p>The Board <b>DID NOT APPROVE</b> the 2019 Modern Slavery Statement for publication and required assurance that CRL was proactively auditing its supply chain’s compliance with CRL’s policies and contractual obligations relating to labour practices.</p> <p><b>Action:</b> Susan Beadles</p> <p>The Board delegated authority to the Chair to approve, by Chair’s action, the revised statement prior to publication on the CRL website.</p>				
50/20	<p><b>CRLB 50/20 – Project Representative Reports for Periods 3 and 4</b></p> <p>The Board <b>NOTED</b> the PRep Report for Period 3 and highlights of the Period 4 report.</p> <p>The Board also <b>NOTED</b> the points raised by the PRep which related to: the visibility of the risk management maturity plan; the need for clarification regarding PCC and PAC numbers; and the robustness of the post-Stage 3 phase and post-ROGS phase of the DCS.</p>				
51/20 52/20 53/20	<p><b><u>FOR INFORMATION</u></b></p> <p>The Board <b>NOTED</b> the following papers which were provided for information only. Any comments/ feedback from the Board would be directed to the Sponsors of the papers.</p> <p>CRLB 51/20 – CRL Incident Management</p> <p>CRLB 52/20 – Integration at the Route Control Centre</p> <p>CRLB 53/20 – Technical Assurance Update</p>				
	<p><b>Forward Planner</b></p> <p>The Board <b>NOTED</b> the forward planner for 2019/2020.</p>				
	<p><b>Minutes of Board Committees for Reference</b></p> <p>The Board received the following minutes for reference:</p> <table border="1" data-bbox="354 1756 1109 1843"> <tr> <td><b>Executive Group</b></td> <td><b>EG MIN 190709</b></td> </tr> <tr> <td></td> <td><b>EG MIN 190723</b></td> </tr> </table>	<b>Executive Group</b>	<b>EG MIN 190709</b>		<b>EG MIN 190723</b>
<b>Executive Group</b>	<b>EG MIN 190709</b>				
	<b>EG MIN 190723</b>				
AOB	<p>The Board <b>NOTED</b> the following:</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>				

	<ul style="list-style-type: none"> <li>• [REDACTED]</li> </ul> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p><i>Crossrail Advisory Panel</i></p> <p>The Board <b>NOTED</b> the update on the work of the Crossrail Advisory Panel.</p> <p><i>General</i></p> <p>The Board <b>NOTED</b> that Nisrine Chartouny was leaving CRL, thanked her for her significant contribution to the project and wished her all the best for the future.</p> <p>There was no other business.</p>
<p><b>Verbal</b></p>	<p><b>De-brief Discussion with the Sponsors</b></p> <p>The Board provided the Sponsors with an overview of the matters that had been considered during the meeting, highlighting the following: the discussion around cost management of the schedule and introduction of DCS v.1.0; the provision of clarity with regard to the definitions of the schedule dates after which forecasting against the schedule would follow; and the plan to discuss the journey from Stages 3 to 4 and 5 in detail at the next Board meeting on 12 September 2019.</p> <p>The Board expressed that additional funding was not required and that the Board would discuss different ways in which risks across the programme could be mitigated. The Board confirmed their commitment to make efforts to manage costs and remain within the budget.</p> <p>The Sponsors noted that the Board would require a window of 2 periods to monitor the progress of performance.</p>
<p><b>NEDs</b></p>	<p><b>NEDs Only Session</b></p> <p>Non-Executive Directors discussed the day's meeting.</p>

Signed by:  
**Tony Meggs**  
 Chair

[REDACTED SIGNATURE]