

CROSSRAIL BOARD

Minutes of the Meeting of the Board of Directors of Crossrail Limited
Held on Thursday 30 April 2020 at 11:00
Remotely, via Zoom technology

Members:	In Attendance:	Apologies:
Tony Meggs <i>CRL Chair</i>	Funmi Amusu <i>Head of Secretariat</i>	Rachel McLean <i>Chief Finance Officer</i>
Sarah Atkins <i>Non-executive Director</i>	Tim Ball (Item 7 only) <i>Network Rail</i>	Nelson Ogunshakin <i>Non-executive Director</i>
Jim Crawford <i>Chief Programme Officer</i>	Carole Bardell-Wise (Item 6 only) <i>Health and Safety Director</i>	
Kathryn Cearns <i>Non-executive Director</i>	Susan Beadles <i>General Counsel & Company Secretary</i>	
Phil Gaffney <i>Non-executive Director</i>	Stuart Calvert (Item 7 only) <i>Network Rail</i>	
Steve Livingstone <i>Non-executive Director</i>	Rob Carr (Item 12 only) <i>Programme Transition and Assurance Director</i>	
Anne McMeel <i>Non-executive Director</i>	[REDACTED] <i>Project Representative</i>	
Andy Pitt <i>Non-executive Director</i>	Simon Kirby <i>Crossrail Advisory Panel</i>	
Nick Raynsford <i>Deputy CRL Chair</i>	Ailie MacAdam (Items 3-8,10&15 only) <i>Bechtel Limited</i>	
Jo Valentine <i>Non-executive Director</i>	Hannah Quince <i>Chief of Staff</i>	
Mark Wild <i>CEO</i>	Rob Scopes (Item 12 only) <i>Programme Controls Director</i>	
	Howard Smith <i>Chief Operating Officer</i>	
	David Stacey <i>Head of Finance, Programme Delivery</i>	
	Stuart Westgate (Items 10&15 only) <i>Head of Programme Assurance</i>	
	Sponsors Debrief:	
	Simon Adams (Item 19 only) <i>Crossrail Joint Sponsor Team</i>	
	Mike Brown (Item 19 only) <i>TfL</i>	
	Ruth Hannant (Item 19 only) <i>DfT</i>	
	Bernadette Kelly (Item 19 only) <i>DfT</i>	
	Alex Luke (Item 19 only) <i>DfT</i>	
	Shashi Verma (Item 19 only) <i>TfL</i>	

The meeting was quorate.

Item 1 NEDs	Non-Executive Directors (NEDs) only Session A NEDs only session was held at the start of the meeting.
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	<p>considered by the Board at the meeting on 28 May 2020.</p> <p>The Board highlighted that the plan should also cover human resources, addressing the people-based issues and activities.</p> <p>20.196 – Joint risks: CRL and TfL subsidiaries – the Board NOTED that this action had slipped for a few months now and that though the alignment of risks between CRL and TfL subsidiaries was ongoing, it was moving at a slow pace. The joint risks were scheduled to be reviewed at the Elizabeth line Readiness Group and would form a part of the recovery plan. The Board REQUESTED that the current action should be reframed to clarify what would be done to meet the deadline.</p> <p>Action: Mark Wild</p> <p>The Board NOTED the updates to all the other actions, some of which were complete, had detailed updates against them or were covered by the agenda for the day's meeting.</p>
Item 6 Verbal	<p>Health and Safety Update including an Update on COVID-19</p> <p>The Board NOTED the following:</p> <p><i>Period 13 Performance</i></p> <ul style="list-style-type: none"> • It had been an all 'green' Period, with no Lost Time Cases and 1 High Potential Near Miss (HPNM) involving an incident on Network Rail (NR) infrastructure. MTR was leading an investigation into this. It was NOTED that the all 'green' status was a proper representation of safety performance as only one full week of productivity was lost due to the Safe Stop (17% of hours lost); • The current focus was on the assurance of a Safe Start and niche working. A risk assessment of the requirements on the supply chain and Crossrail team for ensuring social distancing and safe working was being carried out in accordance with TfL, the Construction Leadership Council and the government's guidance on working safely during coronavirus (COVID-19). <p><i>Overview of the Silver Response Team's Work</i></p> <ul style="list-style-type: none"> • Resource Hub – this had been mobilised for tracking wellbeing and identifying individuals with limited activity in lockdown who could be repurposed to meaningful, value adding work. The information from the weekly resource hub returns was shared with line managers on a weekly basis; • Health and Safety in Recovery – this work was being carried out in alignment with TfL, capturing learning on re-mobilising and return to headquarters. CRL would have to ensure that there was consistency around safe working. <p>The Board expressed their appreciation for the well managed Safe Stop to physical construction works on Crossrail sites and the alignment with the letter of the Secretary of State for Business and Industry in ensuring that the safety of the workforce was the top priority.</p> <p>In relation to the report from the investigation into the NR 'fall from height'</p>

	<p>incident at Paddington station in December 2019, the Board NOTED that despite the fact that the report did not highlight the implementation of the use of scaffold tags across sites, the HSQE Director, Carole Bardell-Wise, had provided the necessary reassurance that scaffold tags were being used widely across the programme and that Crossrail sites do have the necessary checking regimes in place.</p> <p>The Board questioned whether there was evidence that niche working was being safely managed and whether contractors were able to uphold social distancing measures in accordance with Public Health England guidance and NOTED that the necessary measures had been put in place by contractors, however, the challenge, especially in relation to re-mobilisation, would be managing behaviours. It would be necessary to ensure proactive management.</p> <p>The Board questioned what measures would be put in place regarding the use of face masks, testing, welfare and travel and the policy on Personal Protective Equipment (PPE). The Board NOTED the following:</p> <ul style="list-style-type: none"> • A detailed piece of work was being developed for consideration by the Gold Response Team (GRT) addressing all the inconsistent information currently available regarding PPE; • The current principle was for public transportation to be avoided. Permits were already being issued to those involved in niche working and this could be extended to those for whom it was necessary to travel to a CRL place of work, when more people started to return to work. Consideration would also be given to making use of public transportation during off peak times. A major constraint was car parking as there would be competition for this; • It was necessary to be proactive in making arrangements with regard to the use of face masks and beginning discussions with the Tier 1 contractors on PPE as there would be competition for obtaining these due to the likely expectation for the use of face masks in the future. Consideration should also be given to the types of masks required in various environments. TfL was already doing some work in this regard and CRL would ensure alignment with TfL; • Best practice from other organisations including NR and Bechtel should also be taken into consideration; and • It was important to engage with local areas on the restarting of works to provide them with the confidence that the works were being managed safely.
Item 7 01/21	<p>CRLB 01/21 – Network Rail On Network Works Update</p> <p>The Board NOTED the following:</p> <ul style="list-style-type: none"> • <i>Train performance</i> – the year end figure for train performance was 95.1% PPM, which was a great success, and the new timetable had been successfully introduced. MTR was running a Saturday service during this time of reduced use of public transportation and this was running well. NR had a pandemic contingency plan in place and planned resource to step in, in the event that a majority of people were off sick, however, they had managed to keep the railway line open without having to make use of this contingency;

	<ul style="list-style-type: none"> • COVID-19 response – the response across the NR portfolio took into consideration alignment with the construction guidelines. It was ensured that works could be carried out with social distancing in place and where this was not possible, works were stopped except where full PPE was already being used. As an option, full PPE was provided for maintenance activity. Site briefings were well managed to ensure that these were carried out whilst maintaining social distancing. With regard to Crossrail sites, all construction works were stopped and work was now ongoing on how to safely restart within the construction guidelines. However, Systemwide works continued unaffected. Best practice videos and information had been produced and were available to share offline and the Board AGREED that the HSQE Director would follow up with NR on this; <p>Action: Carole Bardell-Wise</p> <p>The effect of stopping construction works including the consequences for the overall programme could not currently be quantified but would be evaluated. The Board AGREED that when this information was available, it would either be shared with the Board between Board meetings or included in the next presentation to the Board in July 2020;</p> <p>Action: Tim Ball/ Stuart Calvert</p> <ul style="list-style-type: none"> • <i>Operational readiness and ramping up of train services</i> – a daily working group had been tasked with looking into this including checking that assets which had not been used during this time remained in good condition and the management of social distancing. Over a million face masks had been ordered, with staff having the option, not obligation, to wear them; • Other highlights from the update included the Elizabeth line readiness risks, NOTING that none of these were on the critical path; and the COVID-19 worksite status including Crossrail works that were on hold and due to restart soon; and • The system operator was currently under a lot of pressure having to rearrange timetables due to the COVID-19 pandemic, however, it was not expected that this would affect timetabling beyond December 2020.
Verbal	At this point, the Board discussed in detail the schedule performance leading up to trial running, [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]

	<p>[REDACTED] It was NOTED that this did not remove the focus on the current schedule slippage against the Shafts and Portals but did allow a more realistic discussion on mitigation measures to take place.</p>
Items 10&15 03/21 & 08/21	<p>CRLB 03/21 – Periodic Assurance Report Period 13 and CRLB 08/21 – Project Representative (PRep) Report Period 12 including CRL's Response to Sponsors</p> <p>At this point, the Periodic Assurance Report Period 13 and the PRep Report Period 12 including CRL's response to Sponsors were considered, concurrently.</p> <p>The Board NOTED the following:</p> <ul style="list-style-type: none"> • The issues raised by the PRep in their report did not seem to be adequately addressed in CRL's response. It was necessary to consider the issues raised when building the programme and schedule; • [REDACTED] ■ [REDACTED] • There had not been a further update on the implementation of the Alternative Delivery Model (ADM) for some time now. It was necessary to be fully focused and aligned on the right culture, key documentation, available time and funds; • Both reports also highlighted [REDACTED] based on current performance; and a lack of sufficient guidance and support for the Integrated Delivery Teams (IDTs) in their roles; and • The PAR highlighted CRL's positive response to the COVID-19 pandemic and the need to utilise the opportunity to re-cast the programme during this time [REDACTED] [REDACTED]. <p>The Board REQUESTED that the Executive team should clearly address other significant points raised in both the PAR and the PRep report as follows:</p> <ul style="list-style-type: none"> ➤ Response to optimistic reporting; ➤ Providing the right level of delegation to the IDTs; ➤ Addressing the issue of RfL taking over maintenance; and

	<ul style="list-style-type: none"> ➤ Ensuring real clarity on the status of the project at the time of entering lockdown. <p>Action: Mark Wild/ Jim Crawford</p>
Item 8 02/21	<p>CRLB 02/21 – Delivery Control Schedule, AFCDC and Risk Update</p> <p>The Board received a paper which was to be read in conjunction with the Period 13 Board Report and provided an update on the status of the schedule, along with the latest AFCDC forecast.</p> <p>The Board NOTED the following:</p> <p><i>Delivery Control Schedule (DCS)</i></p> <ul style="list-style-type: none"> • [REDACTED] • There had been good progress with the routeway in the Period, with all Engineering Safety Justifications submitted for approval; • The aim was to restart Dynamic Testing (DT) on 17 May 2020; • The Tiger Team reviews of the Shafts and Portals had found that there was outstanding scope and documentation; • 8 of 9 stations had submitted their Staged Completion 1 (SC1) packages, 6 of which had now been approved by the Railway Assurance Board (Crossrail) (RAB(C)); • A deep dive had been carried out on cyber security and would form part of the recovery plan. [REDACTED] • The level of information in the DCS was not as detailed as it should be and the intention was for the recovery plan to be sufficiently detailed; and • A blockade strategy was being considered to allow a concerted approach to delivering the remaining construction work. <p><i>AFCDC</i></p> <ul style="list-style-type: none"> • The AFCDC had increased by £22m to £15,420m, compared to £15,398m in the last Period. The main drivers for the increase were: <p>The Board also NOTED the following:</p> <ul style="list-style-type: none"> • It was necessary to provide clarity of responsibility for the IDTs and to also strengthen their resources. It was NOTED that a recent review of Shafts and Portals had prompted a change of resources in some of

	<p>IDTs, to include the requisite technical knowledge. The senior engineers were also being prompted to input into the IDTs as the IDTs currently lacked specialist engineering skills. In addition, discussions were ongoing with the Managing Director of London Underground and TfL Engineering, Andy Lord, on obtaining key resources from LU to enhance the IDTs. Providing clarity of scope and a support mechanism for the IDTs needed to be treated with urgency;</p> <ul style="list-style-type: none"> The Board REQUESTED that the Managing Director of London Underground and TfL Engineering should be invited to attend the Board meetings from time to time to provide information on the matters discussed at the Elizabeth line Readiness Group (ELRG) including LU readiness and the joint risks held by CRL and TfL subsidiaries; <p>Action: Mark Wild</p> <ul style="list-style-type: none"> The importance of functionality and safety over perfection needed to be re-emphasised across the programme; There did not seem to be sufficient sense of urgency with regard to getting works completed and managing costs. Time and money were of the essence and the Board AGREED that it would be useful to have a discussion on this in the time leading up to the next Board meeting; <p>Action: Jim Crawford/ Rachel McLean</p> <ul style="list-style-type: none"> Currently, there did not appear to be clarity on the delivery priorities and the Board AGREED that it was necessary to ensure a clear articulation of delivery priorities which would hold the whole team to account; and <p>Action: Jim Crawford</p> <ul style="list-style-type: none"> The organisation was in the process of re-planning, with great uncertainty built into it. This was an opportunity for realistic plans to be made which the Board could have confidence in supporting. Productivity appeared to be at one-third every Period and it was necessary to either change expectations or forecast appropriately. Whilst there appeared to be good progress being made in areas such as software testing, signalling and train systems, the Board remained concerned about the safe completion of the infrastructure and associated assurance documentation to support the agreed milestones leading up to trial running. The Board insisted that the Executive team should address this urgently and that this should be a key focus for the CEO, Mark Wild, Chief Programme Officer and Chief Operating Officer, Howard Smith, during the coming weeks. It was NOTED that regular updates would be provided to the Board at the weekly Board catch-up calls.
Item 9 BD CBR 200430	Crossrail Board Report Period 13 The Board Report for Period 13 was taken as read.
Item 11 04/21	Certified Information for Funding Drawdown date in May 2020 The Board received a paper asking the Board to consider approval of the CRL Certified Information as required under clause 5.3 of the Supplemental Agreement, in relation to the 29 May 2020 funding drawdown.

	<p>The Board NOTED that [REDACTED] [REDACTED] additional text had been added to the letter to be sent to the Sponsors on 30 April 2020.</p> <p>The Board:</p> <ul style="list-style-type: none">• APPROVED the certified information; and• AUTHORISED the Chief Programme Officer or other Director to sign the certified information and submit this to the Sponsors.
Item 12 05/21	[REDACTED] [REDACTED] [REDACTED] ■ [REDACTED] ■ [REDACTED]

	<ul style="list-style-type: none"> the appointment of the Chief Programme Officer as a member of the Committee; the appointment of the General Counsel, Susan Beadles, as a member of the Committee for a temporary period; and changes to the quorum required for a meeting of the Investment Committee to four members including two Non-executive Directors (NEDs) and any two of the Chief Finance Officer, CEO, Chief Programme Officer or the General Counsel. 		
Item 16&17	<p>Minutes of Board Committees for Reference</p> <p>The Board received the following minutes for reference:</p> <table border="1"> <tr> <td>Audit and Assurance Committee Investment Committee</td><td>AAC MIN 191125 IC MIN 200225 & IC MIN 200311</td></tr> </table>	Audit and Assurance Committee Investment Committee	AAC MIN 191125 IC MIN 200225 & IC MIN 200311
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Item 18 AOB	AOB		
09/21	<p>CRLB 09/21 – Crossrail Advisory Panel Update</p> <p>The Board received the Crossrail Advisory Panel report outlining the revised remits for the Panel following the impact of COVID-19 and detailing the scope for each area of focus.</p> <p>The Board NOTED that the remits for the Panel included a review of the IDTs; train control software and the ADM. The plan was for the review of the IDTs to be completed in time for the next Board meeting on 28 May 2020.</p>		
Verbal	<p>Board 6 month lookahead</p> <p>It was NOTED that this was still work in progress and would be presented to the Board at the next meeting on 28 May 2020.</p>		
Verbal	<p>Sponsor's Letter to CRL Directors of 12 March 2020 and CRL's Response of 2 April 2020</p> <p>The Board NOTED the following letters:</p> <ul style="list-style-type: none"> letter received from the Sponsors dated 12 March 2020; CRL's response dated 2 April 2020; and A subsequent letter received from the Sponsors dated 23 April 2020. <p>The Board REQUESTED that an aligned response from the Executive and the Board that was clear, impactful and meaningful was to be made to the Sponsors' letter dated 23 April 2020.</p> <p>Action: Hannah Quince</p> <p>The Board NOTED that steps should be taken to ensure that the Chair of the RAB(C) remained genuinely independent and was not attending Sponsor Board meetings.</p> <p>There was no other business.</p>		

Item 19 Verbal	<p>De-brief Discussion with the Sponsors</p> <p>The Board provided the Sponsors with an overview of the matters that had been considered during the meeting, highlighting the following: the excellent job that had been done by the Executive team in responding to the current COVID-19 crisis including the swift and effective implementation of the Safe Stop as a priority, to ensure the safety of staff; impressive ongoing work to remobilise in a cautious manner; recognition of the progress that had been made even during this difficult time; noting of the poor performance as at the end of Period 13; robust discussion on the PRep report and PAR and disappointment with the inability to maintain the schedule including the fundamental issue of planning and continued slippage, with ineffective interventions; [REDACTED] lack of effectiveness of the IDTs and the need for clarity in their remit; good work done with regard to scenario planning and mitigations; further plans for re-introducing DT and other on-site activities, in alignment with the Sponsors; [REDACTED] [REDACTED] [REDACTED] the need to use this time to re-plan previous structures and works, finish assurance documentation and be ready to move quickly after the lockdown; noting that consideration should be given to a possible second lockdown; recognition of the progress with niche working.</p> <p>The DfT highlighted the need to use this time to consider a proactive plan for tackling performance delivery; [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED].</p> <p>TfL expressed disappointment with the continued slippage of Shafts and Portals; welcomed having robust and candid discussions on the delivery of the project; were supportive of the continuing work on the project and encouraged the effective use of resources; welcomed consideration and discussion of the PAR and PRep report and encouraged getting into granular details on assurance and gaining greater confidence in getting to trial running; commended the joint working between the Operations and Delivery teams; and highlighted the fact that there were no additional funds.</p>
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Signed by:
Tony Meggs – Chair

