

High Speed Two (HS2) Ltd Board Meeting held on 26 November 2015

Minutes

HS2 Ltd Board room, One Canada Square, London E14 5AB

Present:

David Higgins, Chairman (part time by telephone)
Lord Andrew Adonis
Steve Allen Chief Financial Officer (CFO)
Richard Brown, Meeting Chairman
Chris Emmett
Simon Kirby, Chief Executive
Neil Masom
Roger Mountford
Alison Munro, Managing Director – Development
Duncan Sutherland
Jo Valentine

In Attendance:

Tom Kelly, Strategic Communications Adviser
Janine Mantle, Corporate Affairs Director (part time)
XXXX, Department for Transport (DfT) Observer (part time)
Kieran Rix, Director of Finance and Corporate Services (part time)
Alistair Kirk, Programme and Strategy Director (part time)
Emma Head, Corporate Health and Safety Director (part time)
Sadie Morgan, Design Panel Chairman (part time)
XXXX, Interim General Counsel and Company Secretary

Apologies for Absence

There were no apologies for absence

1. Spending Review Outcome

1.1 It was agreed that item 10 of the agenda would be taken first.

1.2 The Board received a verbal update on the Government Spending Review.

[Redacted – Commercial in Confidence]

(The Chairman left the meeting and XXXX Joined the meeting)

2 Declaration of Interests

Other than the interests noted in the register of conflicts, no conflicts of interest were declared.

3 Minutes of Meeting held on 29 October 2015

The minutes of the meeting held on 29 October 2015 were agreed as a true record of that meeting and signed by the Meeting Chairman.

4 Matters Arising

4.1 The Board reviewed the matters arising from previous meetings and discussed progress in relation to a number of matters. It was noted that some actions did not have dates attached to them. It was agreed that this should be attended to by the next meeting

Action:

Assign date for completion of actions in the action list

Interim General Counsel

4.2 The Board discussed progress in identifying measures and KPI's for the Balanced Scorecard and it was noted that an enterprise wide balanced scorecard was being developed.

[Redacted – Commercial in Confidence].

4.3 It was noted that the CIC would review the statement of compliance with the Balanced Scorecard [Redacted – Commercial in Confidence]

5 Report from the Health Safety and Environment Committee Meeting 3 November 2015

5.1 The Chairman of the Health, Safety and Environment Committee reported [Redacted – Commercial in Confidence]

6 Report from the Remuneration Committee Meeting 18 November 2015

The report of the meeting of the Remuneration Committee held on 18 November was noted. The Chair of the Remuneration Committee drew the particular attention of the Board to the requirement, under the transparency rules, to declare to the Cabinet Office those employees on salaries over a specified sum. She reported that relevant staff had been advised and that all staff had also been reminded of the support and help available from the Company if required because of their association with the project.

7 Report from the Audit and Risk Assurance Committee Meeting 24 November 2015

7.1 The report of the meeting of the held on 24th November was noted. The Chair of the Audit and Risk Assurance Committee drew the attention of the Board to the proposed Risk Appetite Statement. The draft statement was discussed at length. It was agreed that the statement, when adopted, would inform strategy and be embedded within the Company. It was agreed that any further comments would be provided by members of the Board to the Chairman of the Audit and Risk Assurance Committee.

Action:

Comments on the draft Risk Appetite Statement to be provided to the Chairman of the ARAC Board Members

7.2 The Committee was moving from reliance on process to testing and deep dives. It had identified the deep dives it would be carrying out for next meeting.

7.3 The Committee had received reports: [Redacted – Commercial in Confidence]

7.4 The Committee had been encouraged by the findings of recent internal audits which had indicated an improvement on the previous year.

7.5 The Board noted the report and considered the issues raised.

8. CEO's Summary and Programme Management Information

8.1 The CEO Summary was reviewed. The Chief Executive reported that the Design Panel had been appointed to provide design expertise as and when required. He drew attention to the approach of the high speed rail developments in China

[Redacted – Commercial in Confidence]

(XXXX joined the meeting)

9. Health and Safety Report

The Health and Safety report was reviewed and noted.

10. Finance and Commercial Report

10.1 The Finance and Commercial report was reviewed. The CFO advised that, as the Company moved to financial flexibility, financial reporting would in future be against programme deliverables. The finance team were reviewing the financial reporting so that it continued to be meaningful as the Company moved toward the next stages of the programme.

10.2 [Redacted – Commercial in Confidence]

(Kieran Rix joined the meeting)

11. Corporate Affairs Report

11.1 The report of corporate affairs activity was reviewed. The Board received a briefing on the Demographics Research Project and the research work done to date. The Board considered the actions proposed in the light of the outcome of the research and considered the proposed engagement strategy.

[Redacted – Commercial in Confidence]

11.2 The Board approved the proposed strategy for engagement with identified demographics and requested that a more detailed model of the proposed communication campaign be referred back to the Board in the January meeting together with a detailed report on how communications with communities affected by the line would be managed. [Redacted – Commercial in Confidence]

Action:

- (i) The model of the proposed strategy for engagement with 18-34 year olds and;
- (ii) Report on the handling of communications with communities affected by the line
Both to be provided to the January Board meeting
- (iii) A report of a longer term communications plan for the period after Royal Assent to be brought to the Board in the Spring/Summer 2016

Janine Mantle

(Emma Head and Sadie Morgan joined the meeting)

12 Design Panel Update

12.1 The Board received an update on the appointment of members of the Design Panel and a presentation on the factors in good design. The Board reviewed the work of the Design Panel and the way it was structuring its work and thinking. It was agreed that creative talent should be encouraged. The Board noted the opportunity to identify the possibility for iconic designs in HS2 and it was agreed that iconic moments should be delivered over the course of the project.

Action:

It was agreed that there would be a further briefing in the second half of the next year to cover design, brand and engagement and that Ms Morgan should be accompanied by other members of the Design Panel.

XXXX/XXXX

(Sadie Morgan and David Prout left the meeting)

13. Health and Safety Strategy and Brand

13.1 The Board received a presentation on the proposed Health and Safety strategy and brand. The Board commented that the attention given to mental health issues was admirable and that this should be considered in the light of the effect on communities who were affected by the line and the construction. It was noted that the strategy proposed was a holistic strategy which would cover activity now and well into the future. It was noted that the proposed strategy had been discussed with suppliers and trade associations and that the overwhelming response was positive.

13.2 The Board endorsed the proposed Health and Safety Strategy and brand.

14. Date of Next Meeting – 17 December 2015

15. Any other business

15.1 There was no further business.

The meeting closed at 1430 hours and was followed by a briefing on Railway Operations Strategy.

Signed: