

Transport for London

Minutes of the Meeting

Committee Rooms 4-5, City Hall, The Queen's Walk, London
10.00am, Wednesday 5 February 2014

Members

Boris Johnson	Chairman
Isabel Dedring	Deputy Chair
Peter Anderson	Member
Sir Brendan Barber	Member
Richard Barnes	Member
Charles Belcher	Member
Roger Burnley	Member
Brian Cooke	Member
Baroness Grey-Thompson DBE	Member (for part)
Angela Knight	Member (for part)
Michael Liebreich	Member
Eva Lindholm	Member (for part)
Daniel Moylan	Member
Bob Oddy	Member
Keith Williams	Member
Steve Wright	Member

Staff

Steve Allen	Managing Director, Finance
Mike Brown	Managing Director, Rail and Underground
Martin Buck	Commercial Director Crossrail Limited (for part)
Howard Carter	General Counsel
Jonathan Cornelius	Senior Property Development Manager, Finance (for part)
Graeme Craig	Director of Commercial Development, Finance (for part)
Leon Daniels	Managing Director, Surface Transport
Michèle Dix	Managing Director, Planning (for part)
Vernon Everitt	Managing Director, Customer Experience, Marketing and Communications
David Goldstone	Chief Finance Officer
Sir Peter Hendy CBE	Commissioner
Lilli Matson	Head of Delivery Planning, Better Routes & Places, Surface Transport (for part)
Terry Morgan	Chairman, Crossrail Limited (for part)
Gareth Powell	Director of Strategy & Service Development, London Underground
Howard Smith	Director Operations Crossrail Limited (for part)
Clive Walker	Director of Internal Audit
Shamus Kenny	Head of Secretariat

Also in attendance

William Jackson	Partner, Central London Development, Cushman and Wakefield (for item 13/02/14)
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01/02/14 Apologies for Absence and Chairman's Announcements

Apologies for absence had been received from Sir John Armitt, CBE. Apologies for lateness had been received from Baroness Grey-Thompson DBE and Terry Morgan.

At the request of the Mayor and the Commissioner, Mike Brown updated Members on the current level of service on the Underground on the first morning of industrial action. Sir Brendan Barber declared his interest as Chairman of ACAS and took no part in the discussion.

Mike Brown informed Members that a lot of staff were working and a good level of service was being provided. The Overground and the DLR were both operating normally. To help keep London moving, 175 additional buses were in service, Serco was redistributing hire cycles to key locations as quickly as possible and hundreds of volunteers were providing travel advice to the public. The Mayor emphasised the importance of ensuring that the staff that did come into work did not feel intimidated or ostracised and he was assured that managers were aware of this and there was a hot line for staff to report any issues.

02/02/14 Declarations of Interest

The following interests were declared: Boris Johnson as Mayor in relation to the item on Earls Court – Proposed Joint Venture; Peter Anderson as a director of the Canary Wharf Group plc in relation to Crossrail and the Jubilee line upgrade; Sir Brendan Barber as Chairman of ACAS; Richard Barnes as a Councillor for the London Borough of Hillingdon; Charles Belcher as a member of Atos Origin Advisory Council on Transport; Baroness Grey-Thompson as a member of the London Legacy Development Corporation; Angela Knight as Chief Executive of Energy UK and a non-executive director of William Cook Holdings Limited; Michael Liebreich as Chief Executive Officer of Bloomberg New Energy Finance; Daniel Moylan as a Councillor for the Royal Borough of Kensington and Chelsea, Chairman of Urban Design London and a non-executive director of Crossrail Limited (appointed by TfL); Bob Oddy on taxi related issues; and Steve Wright on matters relating to private hire vehicles.

03/02/14 Minutes of the Meeting held on 11 December 2013

The minutes of the meeting held on 11 December 2013 were approved as a correct record and the Chairman was authorised to sign them.

04/02/14 Matters Arising and Actions List

The Actions List was noted.

05/02/14 Commissioner's Report

Sir Peter Hendy introduced his report, which provided an overview of major issues and developments since the report to the meeting on 11 December 2013, and updated Members on significant projects and initiatives.

In addition to proving a high level of service during industrial action, TfL had coped very well with the adverse weather conditions in January, which had a far greater impact on other transport operators.

As set out in the Finance and Policy Committee's report to the Board, elsewhere on the agenda, under authority delegated by the Board, the Committee had agreed the termination of the Sub-Surface Upgrade Automatic Train Control contract by mutual agreement with Bombardier Transportation UK Limited (BT). Mike Brown informed Members that, based on the information available at the time the contract was let in 2011, London Underground (LU) and its external advisers believed that BT could deliver the contract on time, on budget, to the level of functionality required and without closures. When it became apparent that this was not the case, LU acted quickly to terminate the contract. Mike Brown was confident, based on the experience of the Jubilee, Victoria and Northern lines upgrades that another contractor could deliver the functionality required, within or close to the original 2018 timeframe, without the need for significant closures. While the costs of a new contract would be higher than the original contract, the cost per kilometre was still expected to be the cheapest of the line upgrades to date. The Finance and Policy Committee agreed that not taking the difficult but necessary decision to terminate the contract would have cost more, delayed the delivery of the project and imposed unacceptable closures on the public. The Independent Investment Programme Advisory Group would be involved in the development of a robust new contract and a lessons learned exercise. The Rail and Underground business maintained a positive ongoing relationship with BT in relation to the provision and maintenance of rolling stock on the Underground, Overground, DLR and Trams.

The Board was informed that the Crossrail project continued to make good progress, with two further tunnel break throughs.

On 27 January 2014, TfL had launched the Year of the Bus. TfL had also announced that, following consultation and subject to mitigations, cash fares would no longer be accepted on London buses from summer 2014.

Following the success of Operation Safeway, which had seen a very visible presence by police at key junctions to address poor road behaviour by motorists and cyclists, both TfL and the police were keen to maintain the initiative, but at a less intensive level. As requested by the Board, a new improved cycling metric had been developed and would be used from the first quarter of 2014/15.

TfL was also working hard to ensure that the public knew that the cheapest and easiest way to pay the congestion charge was through the official TfL website and that unofficial websites were more expensive and did not add any value.

Finally, the Commissioner and the Board congratulated David Waboso CBE on his award in the Queen's New Year's Honours 2014.

The Board noted the Commissioner's Report.

06/02/14 Cycling Vision Portfolio

Leon Daniels introduced the paper and gave a presentation on the Mayor's Cycling Vision. This set out the benefits to individuals, business and the urban realm and how the proposed ambitious programme and level of investment would transform London

into a city that encouraged cycling from eight to 80. The results of the Mini-Holland competition, which would provide funding to outer-London boroughs, were expected to be announced ahead of the next meeting of the Board.

The paper sought Project Authority for two key programmes: Cycle Superhighways and Better Junctions. Further approvals would be sought from the Finance and Policy Committee or the Board in due course.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a paper on the cycling portfolio and endorsed the recommendations to the Board. Further to the discussions at that meeting, Members discussed the different road space management approaches to encouraging cycling and the impact these had on the different types of road user. The Committee would be provided with more information on road space management modelling and future proposals for funding would set out the impact of the proposals on all modes of transport and the mitigating measures being put in place to keep traffic flowing. TfL was looking at lessons learnt and using experts from abroad to develop the detailed schemes. Surface Transport was also working with the Independent Investment Programme Advisory Group to ensure the right resource and project governance were in place to deliver the Vision.

The Mayor stated that while the proposals included some segregation, cyclists would in many cases still be on mixed use roads and so it was necessary for both cyclists and motorists to be careful. Operation Safeway would be continued, given its success in addressing the behaviour and safety of road users and had, in turn, also improved traffic speeds and volume through junctions.

The Board:

- 1 noted the paper and the approach taken in developing the Cycling Vision Portfolio and the approach to seeking authorities for different elements of the programme;**
- 2 granted additional Project Authority relating to two key programmes: additional Project Authority of £13m, giving a total Project Authority of £66.6m, for the Cycle Superhighways programme and additional Project Authority of £11.9m, giving a total Project Authority of £28.4m, for the Better Junctions Programmes, as summarised in Section 3 (and in greater detail in Appendices 4 and 5) of the paper; and**
- 3 noted that further Project Authority would be sought in due course for further stages of these programmes, from the Board (with reference to the Cycle Superhighways) and from the TfL Commissioner (with reference to the Better Junctions programmes).**

07/02/14 Taxi and Private Hire Licence Fees

Bob Oddy and Steve Wright declared their interests in this item and took no part in the discussion.

Leon Daniels introduced the paper, which asked the Board to note the proposed changes to the Knowledge of London appearance and written examination taxi licence fees, with effect from 1 April 2014. There were no other changes to taxi licence fees or private hire licence fees.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a similar paper and noted the proposed changes.

The Board noted the proposed changes to taxi licence fees effective from 1 April 2014. These changes were:

- 1 a 17 per cent increase of £50 to the Knowledge of London appearance fee; and**
- 2 a 17 per cent increase of £25 to the Knowledge of London written examination fee.**

08/02/14 Taxi Fares and Tariffs

Bob Oddy and Steve Wright declared their interests in this item and took no part in the discussion.

Leon Daniels introduced the paper, which provided an update on the outcome of the annual taxi fares and tariffs consultation and sought approval for the proposed changes to taxi fares and tariffs, with changes coming into effect on 5 April 2014. The fare increase of 0.7 per cent was considerably lower than inflation.

At its meeting on 23 January 2014, the Finance and Policy Committee considered the proposals and endorsed the recommendations to the Board, with the exception of the proposed new extra charge for passengers taking a taxi from City Airport. The Board agreed with the views of the Committee and further proposed that the additional charge for passengers taking a taxi from Heathrow Airport should cease to apply from 1 October 2014. The Managing Director Surface Transport would write to London City Airport and Heathrow Airport Limited. **[Action: Leon Daniels]**

A further paper would be submitted to the Board in September 2014, on the additional Heathrow charge and the outcome of further engagement with the taxi trade on: introducing a fixed fare from Heathrow Airport to central London; bringing forward plans for the acceptance of credit and debit cards to be mandatory; and making passengers aware of the additional cost of using a credit or debit card at the start of their journey. **[Action: Leon Daniels]**

In future, taxi and private hire fees and fares would be discussed by the Surface Transport Panel before being submitted to the Finance and Policy Committee and the Board. **[Action: Secretariat/Leon Daniels]**

The Board noted the paper and:

- 1 approved an increase to taxi fares of 0.7 per cent, with effect from Saturday 5 April 2014;**
- 2 endorsed a review of the date when taxi fares and tariffs are increased annually (April) to align with bus and rail increases (January) taking into account any concerns raised;**
- 3 approved a 40 pence additional charge for all taxi journeys to be implemented only if London retail diesel prices (as measured by the AA fuel price report) reach the threshold level as set by Transport for London (TfL) at**

any point between Saturday 5 April 2014 and Friday 10 April 2015 and which if implemented would not extend beyond Friday 10 April 2015;

- 4 approved a booking extra charge covering taxi journeys booked using mobile phones, smartphones, mobile applications and online services and this only being added to the metered fare if the taxi booking company states in its terms and conditions for passengers that this charge applies;
- 5 approved changing the credit and debit card payment surcharge to a maximum charge of £1.00 or 10 per cent of the metered fare, whichever is greater and, in order to comply with the Consumer Rights (Payment Surcharges) Regulations 2012, including a requirement that drivers must not charge more than it costs them to accept card payments;
- 6 endorsed a review of card acceptance in taxis in 2014;
- 7 approved automatically adding the Christmas and New Year extra to the taximeter from 24 December 2016, assuming no change to the date when the extra applies is made between now and 2016;
- 8 agreed that no extra charges be introduced for passengers taking a taxi from the taxi rank at City Airport;
- 9 approved reducing the Heathrow Airport extra that passengers pay from £3.20 to £2.80 and that the extra charge cease to apply from 1 October 2014;
- 10 approved the revised fares for the fixed-fare, shared-taxi scheme for trips between the Wimbledon Tennis Championships and other parts of London and the making of a London Taxi Sharing Scheme Order to implement the new fares, with effect from Saturday 5 April 2014;
- 11 delegated to the Managing Director of Surface Transport the authority to approve new, and amend existing, fixed-fare, shared-taxi schemes with a maximum limit of £20.00 for the fares that can be approved; and

in all cases where necessary by making and bringing into effect amendments to the London Cab Order to be signed by the Commissioner (or in his absence the Managing Director of Surface Transport).

09/02/14 Crossrail Rolling Stock and Depot Procurement

Steve Allen and Terry Morgan introduced the paper, and the related paper on Part 2 of the agenda, which sought approval for proposals in relation to the contract award for the new Crossrail Rolling Stock and Depot.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a similar paper and endorsed the recommendations to the Board.

The Board was updated on the robust evaluation of tenders, by Crossrail Limited and its evaluation panel, for the new Crossrail Rolling Stock and Depot. The lead bidder was the clear winner on both price and ability to deliver, which had been further tested by a detailed assurance process. HM Treasury had agreed changes to TfL's borrowing profile to enable the purchase of the rolling stock within the Business Plan. The decision would support 1,100 jobs, a third of which would be new jobs.

The name of the winning bidder, Bombardier Transportation (UK) Limited, was given to the TfL Board once it had agreed to award the contract. Mike Brown informed the Board that TfL had a number of positive continuing relationships with Bombardier on rolling stock provision and maintenance and TfL and Crossrail Limited would have a joint approach to this key strategic supplier.

The Board:

- 1 noted the paper and the related paper on Part 2 of the agenda;**
- 2 approved entering into, with Bombardier Transportation (UK) Limited, the Rolling Stock and Depot Services Provider Agreement described in the paper (“the Agreement”), with reduced Project Authority of £1.09bn and Procurement Authority of £2.543bn, being the sum of the capital contract value and the operating expenditure contract value for the 32 year concession period up to 2046/47, plus such additional sums as may be required to meet:**
 - (a) the cost of any movement in exchange rates applicable to capital expenditure under the Agreement between the date of this paper and the execution of the Agreement; and**
 - (b) any cost increases under the Agreement attributable to indexation in excess of the nominal sums described in this paper;**
- 3 noted, in respect of the operating element of the Agreement, that there was sufficient financial authority in the TfL Business Plan to cover the estimated cost of £135m up to 2022/23 but as the Agreement had a duration beyond the end of the current Business Plan, future Business Plans would need to provide for the remaining years of operation up to 2046/47;**
- 4 noted that five of the 65 trains to be purchased under the Agreement were to enable provision of residual services on the Great Eastern line from Liverpool Street (high level) to Shenfield, that works would be required at Liverpool Street to accommodate those trains as Full Length Units, and that standalone authority for such works would be sought in due course in accordance with Standing Orders;**
- 5 approved a further £50m of Procurement Authority in respect of the Agreement and/or related matters and delegated to:**
 - (a) the Managing Director Finance authority to authorise the expenditure of such sums; and**
 - (b) any officer of TfL, or any of TfL’s subsidiary companies as may be authorised by the Managing Director Finance from time to time, the authority to authorise the expenditure from such sums of amounts up to £5m;**

provided that:

 - (i) such further Procurement Authority shall not be used in respect of any matter which is for the account of Crossrail Limited and, while any such costs may be expended through the Agreement or related**

agreements, they would need to be approved separately in accordance with the Crossrail governance processes (including any authority delegated to Crossrail) and reimbursed by Crossrail; and

- (ii) the expenditure of such further Procurement Authority shall be reported to the Finance and Policy Committee from time to time;
- 6 delegated to the TfL Officers and the Subsidiaries (as described in paragraph 10 below) the authority to finalise the terms of the Agreement including the provision of financial guarantees by TfL;
 - 7 authorised the agreement and execution (whether by deed or otherwise on behalf of TfL or any Subsidiary (as appropriate)) any documentation to be entered into in connection with the completion and implementation of the Agreement and any of the matters referred to in it (including, without limitation, all agreements, deeds, guarantees, indemnities, property or other licences, announcements, notices, contracts, certificates, letters or other documents);
 - 8 authorised TfL Officers and Subsidiaries to do all such other things as they consider necessary or desirable to facilitate the execution and implementation of the Agreement and the matters referred to in it; and
 - 9 authorised such TfL Officers as may be appointed by the Commissioner, to act on behalf of TfL as Sponsor Representative in relation to TfL's membership of the Crossrail Sponsor Board, insofar as any decision making functions carried out by the Sponsor Board related to the Agreement, and/or the matters referred to in it.
- 10 The following Officers and Subsidiaries shall have delegated authority:
- (a) TfL Officers: the Commissioner, Managing Director Finance, Managing Director London Underground and London Rail and General Counsel; and
 - (b) Subsidiaries: Subsidiaries of TfL including Transport Trading Limited and any other subsidiary (whether existing presently or to be formed) of Transport Trading Limited and any of the directors of the relevant company shall be authorised to act for and on behalf of that company.

10/02/14 New Tube for London Programme – Delivery Stage: Design and Specification

Mike Brown and Gareth Powell introduced the paper, and the related paper on Part 2 of the agenda, which summarised the need for additional Project Authority of £36.2m to a total of £59.1m until March 2016, for the commencement of the delivery stage of the New Tube for London programme, including preparation and issue of an Invitation to Tender for procurement of new rolling stock.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a similar paper and endorsed the recommendations to the Board.

The Board:

- 1 noted the paper and the related paper on Part 2 of the agenda;**
- 2 endorsed the conclusions and the publication of the New Tube for London Feasibility stage; and**
- 3 granted additional Project Authority of £36.2m to a total of £59.1m until March 2016, for the commencement of the delivery stage including specification and design development for the Piccadilly line upgrade.**

11/02/14 Network Rail Settlement Agreements on East London Line and North London Railway Infrastructure Projects

Mike Brown and Gareth Powell introduced the paper, and the related paper on Part 2 of the agenda, which provided an update on the recent settlement discussions with Network Rail in relation to works on the East London Line Project (ELLP) Phase 1 south of New Cross Gate, on the ELLP Phase 2 at Clapham Junction and on the North London Line as part of the North London Railway Infrastructure Project (NLRIP). The paper sought approval for the proposed settlement and increases in both Project and Procurement Authorities to accommodate the settlement. No increase to the existing Project Authority for ELLP Phase 2 was required and the settlement was fully provided for within the current TfL Business Plan.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a similar paper and endorsed the recommendations to the Board.

The Board:

- 1 noted the paper and the related paper on Part 2 of the agenda and the current position;**
- 2 approved the settlement of the disputes arising under the East London Line Project (ELLP) Phase 1, ELLP Phase 2 and North London Railway infrastructure Project (NLRIP) project agreements with Network Rail (NR) substantially on the terms described in the paper on Part 2 of the agenda;**
- 3 approved increases in Project Authorities on the ELLP Phase 1 and on the NLRIP projects, as set out in the paper on Part 2 of the agenda;**
- 4 approved increases in Procurement Authorities to cover the total settlement value across all the relevant project agreements with NR relating to ELLP Phase 1, ELLP Phase 2 and NLRIP, as set out in the paper on Part 2 of the agenda;**
- 5 delegated to the Subsidiaries and TfL Officers (as described in paragraph 7 below) authority to negotiate, approve and finalise the terms of the settlement agreement and authorise execution (whether by deed or otherwise on behalf of TfL or any Subsidiary, as appropriate) of the settlement agreement and any other documentation to be entered into in connection with the settlement agreement; and**

- 6 authorised the TfL Officers and Subsidiaries to do all such other things as they consider necessary or desirable to facilitate finalisation of the settlement agreement.**
- 7 The following Officers and Subsidiaries shall have delegated authority:**
 - (a) TfL Officers: the Commissioner, Managing Director Rail and Underground, Managing Director, Finance and General Counsel.**
 - (b) Subsidiaries: Subsidiaries of TfL including Transport Trading Limited and any other subsidiary (whether existing presently or to be formed) of Transport Trading Limited and any of the directors of the relevant company shall be authorised to act for and on behalf of that company.**

12/02/14 Bond Street Station Cooling Project Authority Request

Mike Brown and Gareth Powell introduced the paper, and the related paper on Part 2 of the agenda, which sought additional Project Authority to complete the design and install station cooling at Bond Street station as part of the Bond Street Station Upgrade project. The project would provide cooling to the Jubilee and Central lines platforms, and would enable future uplifts to the Jubilee line train service. The amount requested was within the funding budgeted in the Business Plan for the works.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a similar paper and endorsed the recommendations to the Board.

The Board:

- 1 noted the paper and the supplemental paper on Part 2 of the agenda; and**
- 2 granted additional Project Authority of £8.8m, increasing total project authority to £302.3m to the Bond Street Station Upgrade to deliver platform cooling, as detailed in the supplemental paper on Part 2 of the agenda.**

13/02/14 Earls Court – Proposed Joint Venture

Boris Johnson declared an interest in this item due to his planning role as Mayor of London. Isabel Dedring declared an interest in this item, due to her role at the Greater London Authority. The Mayor and Isabel Dedring had not received the paper on Part 2 of the agenda and they both left the meeting taking no further part in the discussion or decision. Daniel Moylan declared his role as a Councillor for the Royal Borough of Kensington and Chelsea but as he had no role in the Council's planning decisions there was no conflict of interest.

In the absence of the Chair and Deputy Chair, Peter Anderson chaired the meeting for the discussion of this item.

Steve Allen and Graeme Craig introduced the paper, and the related paper on Part 2 of the agenda, which provided an update on the proposed development of London Underground's (LU's) interest in the Earls Court and West Kensington Opportunity Area with Capital and Counties Properties PLC (Capco). following the Finance and Policy Committee's decision on 18 July 2013, pursuant to authority delegated by the Board, to grant authority for TfL to enter into non binding Heads of Terms regarding the proposed

development. The paper recommended that TfL enter into a joint venture arrangement with Capco and/or a wholly owned undertaking of Capco with regard to the development of the exhibition centres Earls Court 1 and 2 (EC1&2), of which LU is the freeholder and Capco the long leaseholder, along with other properties owned by LU and Capco.

The benefits of TfL entering into the proposed joint venture arrangement with Capco were that the parties would be able to merge their respective land interests into a single vehicle to promote development, thereby allowing both parties to participate in the development in a flexible way and share both the risks and the rewards. LU would not be able to derive this benefit at this time without joining with Capco. The anticipated returns that TfL made on its investment over time would be available for reinvestment into the transport system in accordance with the TfL Business Plan.

At its meeting on 23 January 2014, the Finance and Policy Committee considered a similar paper and supported the recommendations to the Board.

The Board noted the representations that had been received by the Finance and Policy Committee. It considered the further representations that it had received from: Jonathan Rosenberg – on behalf of the Chairs of the West Kensington Estate Tenants & Residents Association, the Gibbs Green & Dieppe Close Tenants & Residents Association and West Ken & Gibbs Green Community Homes Limited; Joseph Hegarty; James Ketchell, Chief Executive and Founder, Music Heritage UK; Linda Wade, a local ward Councillor for Earl's Court and chair of the Earl's Court Area Action Group; Kari Halwagi, Chief Executive Officer, Association of Event Organisers and GLA Assembly Members Darren Johnson, Nicky Gavron and Stephen Knight. TfL had offered to meet London Assembly Members or to brief its Transport Committee but this offer had not been taken up.

As most of the issues raised related to planning consent, which had been granted, the Board agreed that there was no reason to delay progression of the development given the scheme had already been subject to substantial scrutiny over a period of more than four years. Delaying the decision increased the risks to the development. It would also send a negative signal to the markets about entering into similar arrangements with TfL, which would impact upon the ability of TfL to generate the income projected to deliver its Business Plan.

With input from William Jackson, a Partner in Cushman and Wakefield, TfL's property advisers, the Board discussed the context and issues covered in the negotiations on land valuation and marriage value with Capco for the joint venture. Michael Liebreich stated that he supported TfL developing and getting best value for its assets by entering into agreements, but could not support this proposal due to his views on the land valuation and marriage value.

The Board was informed that later in the year, the Finance and Policy Committee would be provided with a Business Plan for the Commercial Development Directorate, setting out how the team would be resourced and the assurance and governance arrangements that would enable regular independent oversight of individual schemes but with the ability to make decisions in a timely way.

The Board:

1 noted the paper and the related paper on Part 2 of the agenda;

- 2 approved TfL and/or any other of its Subsidiaries (as described in paragraph 8 below) to enter into a joint venture with Capital and Counties Properties PLC and/or a wholly owned undertaking of Capital and Counties Properties PLC, with regard to the development of the exhibition centres Earls Court 1 and 2 (EC1&2) and any additional land, which included proposals for the granting of long leasehold interests in EC1&2, as described in the paper and the supplemental paper on part 2 of the agenda;**
- 3 approved TfL or any of its Subsidiaries (as described in paragraph 8 below) to establish such subsidiary companies as it may require to enable the joint venture, and, further in the event that one or more new subsidiaries are required or desirable, to delegate to the TfL Officers (as described in paragraph 8 below) the authority to form one or more of the companies as subsidiaries of TfL or any of the Subsidiaries (as appropriate). The Board further resolved that the approval of: (i) the adoption of the memorandum and articles of the subsidiary; (ii) the individuals to comprise the board of directors of the subsidiary; (iii) the individuals to be appointed officers of the subsidiary; and (iv) the name of the subsidiary, be and is hereby delegated to TfL Officers (as described in paragraph 8 below), and that such officers be and are hereby authorised to negotiate, approve, authorise, agree and execute any documentation to be entered into by TfL and the Subsidiaries in connection with the incorporation of the subsidiary;**
- 4 delegated to the Chairman of the Finance and Policy Committee (in consultation with available members of the Committee) the authority to approve any investment decisions and guarantees required within the maximum approved budget set out in the supplemental paper on Part 2 of the agenda. Any such investment decisions and guarantees to be taken in accordance with TfL's usual investment processes;**
- 5 approved TfL, upon entering into the joint venture, to commit to spend up to £18.5m as its contribution to the initial funding of the development of EC1&2;**
- 6 delegated to the Subsidiaries and TfL Officers (as described in paragraph 8 below) the authority to approve and finalise the terms (including the financial terms) of all documentation required in relation to the creation, operation and management of the joint venture with Capital and Counties Properties PLC and/or its wholly owned undertaking and authorise the agreement and execution (whether by deed or otherwise) on behalf of TfL or any Subsidiary (as appropriate) of any documentation to be entered into in connection with the completion and implementation of the joint venture (including, without limitation, all agreements, deeds, guarantees, indemnities, announcements, notices, contracts, certificates, letters or other documents); and**
- 7 authorised TfL Officers and Subsidiaries to do all such other things as they consider necessary or desirable to facilitate the execution and implementation of the joint venture.**
- 8 The following Officers and Subsidiaries shall have delegated authority:**
 - (a) TfL Officers: the Commissioner, Managing Director Finance, Managing Director Rail and Underground and General Counsel.**

- (b) Subsidiaries: Subsidiaries of TfL including Transport Trading Limited (TTL) and any other subsidiary (whether existing presently or to be formed) of TTL and of the directors of the relevant company shall be authorised to act for and on behalf of that company.**

Michael Liebreich recorded his vote against the decision of the Board.

14/02/14 Report of the meeting of the Audit and Assurance Committee held on 18 December 2013

The Chairman of the Committee, Keith Williams, gave an update to the Board on the meeting of the Audit and Assurance Committee, held on 18 December 2013.

The Board noted the report.

15/02/14 Report of the meetings of the Finance and Policy Committee held on 19 December 2013 and 23 January 2014

The Chairman of the Committee, Peter Anderson, gave an update to the Board on the extraordinary meeting of the Finance and Policy Committee, held on 19 December 2013 and the meeting held on 23 January 2014.

The Board noted the report.

16/02/14 Any Other Business the Chairman Considers Urgent

There was no other business to discuss that was not included on the agenda.

The next scheduled meeting would be held on Wednesday 26 March 2014 at 10.00am.

17/02/14 Exclusion of Press and Public

The Board agreed to exclude the press and public from the meeting, in accordance with paragraph 3 of Schedule 12A to the Local Government Act 1972 (as amended), in order to consider the exempt appendices to the papers on the Crossrail Rolling Stock and Depot Procurement, the New Tube for London Programme – Delivery Stage Design and Specification, the Network Rail Settlement Agreements on East London Line and North London Railway Infrastructure Projects, the Bond Street Station Cooling Project Authority Request and the Earls Court – Proposed Joint Venture.

There being no further business, the meeting closed at 1.05pm.

Chair: _____

Date: _____