



CROSSRAIL BOARD

**Minutes of the Meeting of the Board of Directors of Crossrail Limited
Held on Tuesday 21 May 2019 at 11:00
10Boardroom01, 5 Endeavour Square, Stratford, London E20 1JN**

Members:	In Attendance:	Apologies:
Tony Meggs <i>CRL Chair</i>	Funmi Amusu <i>Assistant Company Secretary</i>	Nelson Ogunshakin <i>Non-executive Director</i>
Sarah Atkins <i>Non-executive Director</i>	Susan Beadles <i>Head of Legal Services & Company Secretary</i>	
Phil Gaffney <i>Non-executive Director</i>	[REDACTED] <i>Project Representative (PRep)</i>	
David Hendry <i>Chief Finance Officer</i>	Nisrine Chartouny <i>Head of Commercial</i>	
Anne McMeel <i>Non-executive Director</i>	Lucy Findlay <i>Chief of Staff</i>	
Andy Pitt <i>Non-executive Director</i>	Peter Henderson <i>Programme Director</i>	
Nick Raynsford <i>Deputy CRL Chair</i>	Howard Smith <i>Chief Operating Officer</i>	
Chris Sexton <i>Deputy CEO</i>	Mark Cooper (Item 4 only) <i>Programme Controls Director</i>	
Mark Wild <i>Chief Executive Officer</i>	Harriet Glen (Item 4 only) <i>Head of Programme Business Management</i>	
	Mike Brown (Item 20 only) <i>TfL</i>	
	Bernadette Kelly (Item 20 only) <i>DfT</i>	
	Simon Kilonback (Item 20 only) <i>TfL</i>	
	Matt Lodge (Item 20 only) <i>DfT</i>	

The meeting was quorate.

	<p>The Chair welcomed Board members and attendees and summarised matters discussed at the CRL Board Away Day held on 13 May 2019.</p> <p>Directors' Interests</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>
BD MIN 190417 & 190425	<p>Minutes of the Meetings of the Board held on 17 and 25 April 2019</p> <p>The Board APPROVED the minutes of the meetings held on 17 and 25 April 2019 for signature, subject to amendments being incorporated as discussed at the meeting.</p>

<p>BD AC 190521</p>	<p>Actions</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>19.145 – Reserved matters – the Board NOTED that Sponsors had concluded that the level of matters currently reserved to them was sufficient. It was, however, NOTED that there was still the matter of the CRL Remuneration Committee to resolve.</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>20.004 – Bond Street station progress – it was AGREED that a re-sequencing plan for Bond Street station would be presented to the Board on 20 June 2019 for consideration;</p> <p>Action: Peter Henderson</p> <p>20.006 – EOP cost and risk – the Board NOTED that a paper on cost control and reduction would be submitted to the next meeting of the Investment Committee;</p> <p>20.007 – Discussions with contractors on working hours and fatigue – it was NOTED that an update would be provided to the Board after the new Health and Safety Director started in early June 2019. The Board considered that an area of concern with regard to fatigue was how to track and educate those workers that could easily move from one job to another and/or who travel long distances to work and NOTED that fatigue would be one of the themes of the upcoming Stepping Up Week (SUW);</p> <p>20.008 – H&S training for Board members – the Board NOTED that this would be organised by the new Health and Safety Director and would be delivered in the next 4 – 6 weeks;</p> <p>20.009 – Tracking progress against the revised plan – it was NOTED that the next Board Report for June 2019 would be changed to reflect this.</p> <p>The Board NOTED that the only other ‘due’ action was covered by the agenda for the day’s meeting.</p>
<p>11/20</p>	<p>CRLB 11/20 – Crossrail 8 Week Mobilisation Programme</p> <p>At the commencement of this agenda item, the Board NOTED that if at any time between then and the Board meeting in July 2019, it was established that the AFCDC would breach the funding envelope, this would be raised promptly with the Board and the Sponsors.</p> <p>The Board AGREED that the developed Programme level AFCDC would be presented at the Board meeting on 18 July 2019.</p> <p>Action: David Hendry</p> <p>The Board NOTED the ‘Detailed 8 Week Mobilisation’ programme including</p>

	<p>the following:</p> <ul style="list-style-type: none"> The information contained in the 8-week mobilisation programme was very useful and the Board REQUESTED that this should be summarised and included in the weekly dashboards; <p>Action: Mark Cooper/ Esther English</p> <ul style="list-style-type: none"> The Board required incremental assurance that the Delivery Control Schedule (DCS) was achievable by the contractors and that contractors were committed to acting responsibly; There should be a process for ensuring that the DCS was flexible enough to allow change; As discussed at previous Board meetings, the possibility of recruiting specialist staff from within LU, RfL and MTR should be explored; Delivery of early milestones should be publicised to provide confidence in the delivery of the revised plan; The key milestones 8-week look-ahead schedule was NOTED including the Executive's focus on achieving these critical milestones and contractors' engagement in the milestone monitoring process. The Board REQUESTED that for future Board meetings, a vis board should be provided, to highlight updates on the key milestones; <p>Action: Mark Cooper</p> <ul style="list-style-type: none"> One of the recommendations of the NAO report on Crossrail was for a scenario planning exercise to be conducted with the Sponsors on the possibility of exceeding the current funding for the project. The Board REQUESTED that this exercise should be conducted as part of contingency planning for the 8-week mobilisation programme; <p>Action: David Hendry</p> <ul style="list-style-type: none"> The scenario planning exercise should also include input from the External Affairs team taking into consideration the possible consequences of exceeding funding and how to inform stakeholders. This should feed into the Assurance section of the 8-week mobilisation programme as 'contingency planning' and should be monitored going forward.
12/20	<p>CRLB 12/20 – Elizabeth Line Entry/ Exit Criteria and Reliability Growth</p> <p>The Board NOTED the status of preparation for entry into Trial Running including the introduction of the Elizabeth Line Reliability Board which would report into the Executive Group. The Board NOTED that MTR attended the Elizabeth Line Reliability Board meetings and suggested that Siemens and Bombardier Transportation (BT) should be included as well, with a view to include Network Rail in the future.</p> <p>The Board REQUESTED an update on the review and approval, by the Executive team, of publishing Dynamic Testing detailed test pass exit criteria;</p> <p>Action: Howard Smith</p>

	<p>The Board NOTED that Phil Gaffney and Andy Pitt had previously been taken through the Elizabeth Line Entry/ Exit Criteria and Reliability Growth and had provided their feedback.</p>
<p>BD CBR 190521</p>	<p>Crossrail Board Report Period 1 including Safety Update</p> <p>The Board NOTED the Board Report for Period 1.</p> <p>The Board discussed and NOTED the following:</p> <ul style="list-style-type: none"> • CRL's Health and Safety SUW week of activities was scheduled for 3 – 9 June 2019. The Board AGREED that in preparation for SUW, the list of sites allocated to the Non-Executive Directors (NEDs) should be refreshed and circulated to them; <p>Action: Secretariat</p> <ul style="list-style-type: none"> • The Board REQUESTED that a one-page document on key themes for emphasis during SUW should be circulated to the NEDs; <p>Action: Peter Henderson</p> <ul style="list-style-type: none"> • To promote collaboration, CRL would be co-locating at 3 sites with BT – Westferry Circus; Derby and Chippenham; • The reports on the Siemens wrong-side failure and software incidents were almost complete and once ready, would be shared with Phil Gaffney. The Board NOTED that one of the issues that the report had highlighted was a problem with the integration of BT and Siemens software; • The Board REQUESTED an update on the continued serious concerns around the readiness and management of the Romford Control centre; <p>Action: Peter Henderson</p> <ul style="list-style-type: none"> • The Board also REQUESTED an update on the status of Railway Assurance Board (Crossrail) (RAB(C)) approvals after consultation with RAB(C); <p>Action: Peter Henderson (Colin Brown)</p> <ul style="list-style-type: none"> • The Board re-emphasised the need for the Board Report to reflect relevant information and track the progress of the project against the DCS.
<p>13/20</p>	<p>CRLB 13/20 – Draft Semi-Annual Construction Report 21 (SACR21)</p> <p>The Board received the draft SACR21.</p> <p>Subject to slight amendments as agreed at the meeting, the Board:</p> <ul style="list-style-type: none"> • NOTED that the Financial Model which informed the forecast costs in SACR21 had been updated in accordance with the requirements as defined in Schedule 7 ('Financial Model') of the Crossrail Project Development Agreement (PDA); • NOTED that the CRL Chief Finance Officer had approved the release of the updated Financial Model to the Sponsors; and • APPROVED the SACR21 for submission to the Sponsors.

	<p>The Board:</p> <ul style="list-style-type: none">• APPROVED the Certified Information and Supporting Statement; and• AUTHORISED the CFO or other Director to sign the certified information and submit this along with the amended Supporting Statement to the Sponsors on 23 May 2019.
20/20	<p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <p>[Redacted]</p> <ul style="list-style-type: none">• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted]• [Redacted] <p>[Redacted]</p> <p>[Redacted]</p>

	<p>[REDACTED]</p> <p>[REDACTED]</p>				
21/20	<p>CRLB 21/20 – Project Representative Reports for Periods 13 and 1</p> <p>The Board reviewed and NOTED the PRep Report for Period 13 and highlights of the Period 1 report.</p> <p>The Board also NOTED the following points raised by the PRep:</p> <ul style="list-style-type: none"> • the engagement of contractors was key to delivery of the project to the revised schedule; • consideration should be given to how quickly the revised schedule could be matured and integrated into the business to foster accountability; • there had been an improvement on removing ‘silos’ but more work needed to be done on the interdependencies within the silos; and • more work was required to obtain the key resources needed on the project. <p>[REDACTED]</p> <p>[REDACTED]</p> <p>Action: Mark Wild</p>				
	<p>Forward Planner</p> <p>The Board NOTED the forward planner.</p>				
	<p>Minutes of Board Committees for Reference</p> <p>The Board received the following minutes for reference:</p> <table border="1"> <tr> <td>Investment Committee</td> <td>IC MIN 190417</td> </tr> <tr> <td>Executive Group</td> <td>EG MIN 190430</td> </tr> </table> <p>Verbal Update on Recent Board Committee meeting</p> <p>The Board NOTED the verbal update by Sarah Atkins on the matters discussed at the Investment Committee meeting on 17 May 2019.</p>	Investment Committee	IC MIN 190417	Executive Group	EG MIN 190430
Investment Committee	IC MIN 190417				
Executive Group	EG MIN 190430				
AOB	There was no other business.				
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 Crossrail 8 Week Mobilisation Programme including the careful attention to costs, the intention to alert the Sponsors early should costs exceed funding and the intention to carry out scenario planning in this regard; milestones for driving productivity of contractors; progress with entry/exit criteria and reliability growth strategy; plans for SUW; aim to align Board Report with the revised schedule; approval of the Draft SACR21 for submission to the Sponsors; approval of the IAAP; [REDACTED] and the content of the PRep Reports.</p>				

	The Sponsors highlighted the need for early strategic discussions on resourcing levels and noted the plan to develop a handover strategy.
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Signed by:
Tony Meggs
Chair

A solid black rectangular redaction box covering the signature of Tony Meggs.