

MINUTES OF SCOTTISH RAIL HOLDINGS LIMITED BOARD (SRH) MEETING

Date 2nd March 2023
Time 10.00 – 12.00 UK time
Location Queen Street Management Suite / Microsoft Teams*

Present: Gareth Llewellyn (GL) – Chair
 David Lowrie (DL) – Interim Chief Executive
 John MacQuarrie (JM) – Business Rail Director
 Emma Dixon (ED) – General Counsel and Company Secretary
 Roz Foyer (RF) – Non-Executive Director
 Nick Brown (NB) – Non-Executive Director

In attendance Bill Reeve (BR) – Transport Scotland
 Campbell Davidson (CD), SRH Financial Controller
 Michelle Hampsey (Minute taker)
 Nicola Treanor (Minute taker)

Apologies: Lee Shedden (LS) – Non-Executive Director

Agenda No:	Subject	Action For
1.	<u>Welcome – Notice & Quorum</u> Noted and Quorate. Apologies noted from Lee Shedden.	
2.	<u>Declarations of Interest</u> No changes noted.	
3.	<u>Conflicts of Interest Register</u> No conflicts noted.	
4.	<u>Minutes & Actions arising</u> The Board approved the minutes from the 2 nd February 2023 meeting. On action item 18 (recruitment of future board members), BR advised that this is progressing and one non-executive director role is currently advertised. Interviews for other roles will be taking place shortly and an update will be provided to the Board in due course. Action item 40 (performance reporting) updated paper to presented to this Board meeting. On item 4 (governance links to the Framework and Grant Agreements), BR informed the Board that TS has appointed [REDACTED] to lead on its review of the Framework Agreement and governance and she will engage with SRH to take this forward. ED provided an update on item 50 (appointment of JM as non-exec director of SRT) and confirmed this is in progress.	

<p>5.</p>	<p><u>Chief Executive's Executive Summary – paper</u> DL presented this paper.</p> <p>The Board discussed the paper and the matters raised. DL informed the Board that the previous week's SRT board meeting was constructive, highlighting the main topics of discussion including the draft business improvement plan, the need for SRT to keep him, as Accountable Officer, appraised of all matters impacting the economics of SRT and a forthcoming meeting with SRT regarding revenue and marketing plans.</p> <p>DL gave an update on SRT's train crew growth plan and the Board discussed driver resourcing. It was noted that diversity of train drivers should be a key part of the plan in order to raise the percentage of female drivers, given 52% of the workforce in Scotland is female.</p> <p>The Chair asked for this plan to be brought to the next Board meeting highlighting key areas, with a view to finalising plan by the end of April.</p> <p>The Board asked that Jo Maguire, COO of SRT, be invited to the next Board meeting.</p> <p>The Chair highlighted the lost time accidents graph, noting the three months with no injuries recorded and requesting that these be looked at in detail to understand what was done within this period so that learnings can be made.</p>	<p>JM</p> <p>DL</p> <p>JM</p>
<p>6.</p>	<p><u>ScotRail Trains Limited and ScotRail Holdings Limited Operational & Performance Update</u> JM presented the paper, highlighting the current key issues and updating on performance planning, delivery and forward planning. The Board noted the paper, and thanked JM and his team for the work that has gone into it.</p> <p>JM reported that presentation of an EV charging paper to the Board will be brought to a future Board meeting.</p>	
	<p>The Chair asked that, when the paper comes to the Board, it addresses who will be responsible for the risk on standing charges.</p>	
<p>7.</p>	<p><u>ScotRail Trains Limited and Scottish Rail Holdings Limited Finance Update</u> CD presented the paper, which summarises the SRH Group Period 11 results, the ScotRail Trains Limited ("SRT") full year FY23 latest estimate, SRT FY24 budget update and other governance matters.</p> <p>The Board sought clarification that the SRH Group accounts are fully consolidated within TS's annual accounts, and requested confirmation regarding pricing for Network Rail EC4T charges and annual increases.</p>	<p>CD</p>
<p>8.</p>	<p><u>SOLR2 – verbal update</u> DL gave a verbal up to the Board.</p>	

	The Board requested that a risk register be presented to the next Board meeting highlighting areas where risks associated with a SOLR2 mobilisation can be minimised.	DL/JM/ED
9.	Any other business: <ul style="list-style-type: none"> • None noted. 	
10.	Date of next meeting: 30 ^h March 2023 at Glasgow Queen Street Station Management Suite.	