

Minutes



First meeting of RPC Board

Date: Tuesday 26 July 2005

Location: Conference Room, Whittles House, 14 Pentonville Road, London, N1 9HF

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Present

Board Members

Colin Foxall	CF	Acting Chairman
Jessica Barrow		
Phil Davis		
Kate Gordon		
James King		
Christine Knights		
Deryk Mead		
Barbara Saunders		
Marc Seale		

Officers

Richard Bruce	RB	Transition Finance Manager (Item 8 only)
Jon Carter	JC	Implementation Team Manager
Caroline Jones	CJ	Communications Director
John Mooney	JM	Passenger Link Director
Vinita Nawathe	VN	Policy and Research Director
Simon Rhodes	SR	Implementation Team Project Manager (Item 8 only)
Anthony Smith	AS	Chief Executive
Paul Stott	PS	Implementation Team (Board Support)
Nicola Wilkie	NW	PA to Chairman and Chief Executive (minute taker)

Apologies for absence

David Burton
Brian Cooke
Derek Langslow
Bill Samuel

1. Welcomes and introductions

1.1 Colin Foxall (CF) welcomed members and staff to the first meeting of the Rail Passengers Council Board.

2. Apologies

2.1 Apologies had been received from Brian Cooke, David Burton, Derek Langslow and Bill Samuel.

3. Business Report

3.1 Anthony Smith (AS) updated Board Members on the completed staffing and internal systems of the new Rail Passengers Council to date, as well as the closure of the former organisation. A written report would be provided for future Board meetings.

Action: AS to provide written Business Report for future Board meetings.

3.2 Caroline Jones (CJ) explained the arrangements for the organisation's press launch on 28 July. In reply to a question from Christine Knights about the network of Passenger Link Managers, John Mooney (JM) replied that all Train Operating Companies would be notified of a named contact at the RPC and that workplans, and expectations, were being managed to reflect any 'gaps'. CF said that whilst the network of PLMs had yet to be completed, cover arrangements were in place for posts unfilled at the present time.

3.3 CF said the press launch would deal with media expectations and reputational risk. He said the organisation needed to be aware that questions on issues such as diversity and disability had already been raised, which the Department for Transport would answer.

3.4 CJ answered Members' questions on the inclusion of the MORI opinion poll as part of the press launch and, in particular, the regional results of the survey, which would be made available to regional media.

3.5 Members also asked about the identification of 'quick wins' and CF emphasised their use as a launch event tool, to demonstrate the work of the new organisation.

Action: CJ to circulate a copy of "quick wins" to Board Members

4. Provisional terms of reference

4.1 Jon Carter (JC) spoke to the paper, which initiated a discussion about public meetings.

4.2 Members discussed the issues of meeting in public as opposed to the concept of public meetings, the inclusion of relevant Board papers, including minutes, on the Council website and the participation of witnesses and submission of evidence at public meetings.

4.3 Summarising the discussion CF said whilst he thought there was support for a presumption towards openness it was recognised that the board had to balance the need for openness with the work required for managing the organisation. He said the Executive would revisit the paper with Member input, encompassing the suggestions made by Board members. The precise number of public meetings to be held would be decided by the Board having regard to the Council's statutory duty in this respect..

4.4 The proposed paper was provisionally **adopted** as a working draft by Board members.

5. Transfer scheme

5.1 Jon Carter (JC) spoke to the paper tabled at the meeting, noting that the document had taken account of the legal advice received and required the Board's agreement that they had been formally consulted.

5.2 In response to a question from Barbara Saunders, JC said the document attached a nil value to items transferring, although certain assets and liabilities in respect of the RPC's opening balance sheet were still under discussion between the SRA and Richard Bruce.

5.3 The proposed paper was **adopted** and agreed by Board members, **including** authority to make detailed amendments that might subsequently become necessary.

6. Corporate Procedures

6.1 Jon Carter (JC) spoke to the papers circulated, noting that they were compliant with accepted best practice in the private sector (the Combined Code) as well as with public sector requirements.

6.2 Members discussed the papers, and JC responded to points of clarity. JC also undertook to circulate a note on the subject of Board liability and litigation risk.

Action: JC to circulate information to the Board about Board liability and litigation risk

6.3 The Board supported Colin Foxall's decision to appoint an Audit Committee, which he would chair temporarily in advance of the appointment of a permanent Chairman.

6.4 The suite of corporate policies and procedures were **adopted** and agreed by the Board as working drafts, and would be developed further with Member input..

7. Contract of employment

7.1 Members discussed the paper, and the Executive answered questions about the inclusion of leave, flexible working arrangements, equal opportunities and union recognition.

7.2 Anthony Smith (AS) said a full review of terms and conditions could take place at the end of 2005/beginning 2006 . Barbara Saunders (BS) said she wished to see a reference to employers' pension contributions within the review. AS agreed that this would be included.

7.3 CF requested that the full staff terms and conditions (the staff handbook) be circulated to Board members.

Action: JC to circulate staff handbook to Board members

7.4 Subject to the circulation of the further documents, the Board **adopted** the contract of employment, including the authority to allow the Executive scope to make minor amendments.

8. Provisional business systems

8.1 Simon Rhodes (SR) spoke to the IT paper, highlighting the progress made to date with BT with regard to the IT contract.

8.2 Colin Foxall (CF) requested a briefing note on the subject of disaster recovery procedures, a subject which would be discussed at a meeting with BT.

Action: SR to issue a briefing note on the subject of disaster recovery procedures

8.3 Phil Davis (PD) asked for an IT audit of members needs, and for the paper to be amended accordingly. CF agreed that a future discussion would take place on the subject and that the provision in the paper that members would not receive IT support would be deleted and subject to further discussion

8. 4 The proposed paper was provisionally **adopted** and agreed by the Board.

8.5 Richard Bruce (RB) spoke to the Accounting Systems and Budget reports papers. The Board accepted AS's advice that it should also receive a quarterly resource report, based on staff and finance.

8.6 The proposed papers were adopted and agreed by the Board.

9. Corporate Plan 2005-8 and Workplan 2005-8

9.1 Colin Foxall (CF) explained the product-based nature of the corporate workplan, highlighting issues such as consumer advice and complaints, as well as the need for it to be flexible and allow the organisation to be responsive to external events.

9.2 Members supported the document but felt it to be very ambitious, and a too much of a mixture of the strategic and the operational. The paper should be revised to become more of an operational short-term plan and separate consideration should be given to a strategic document.

9.3 Board members also felt the issues of accessibility and inclusiveness needed to be more fully reflected within the document.

9.4 Members noted the document and it was agreed the workplan would be revised as follows:

- A concise, draft operational plan, spanning the period July to 31 March 2006, would be provided for 7 September Board Meeting
- A second plan would be constructed to cover a three year period
- The work plan would state the organisation's draft long term goals and mission statement
- The prioritisation of work document, ie process, would be covered as part of Colin's "four teams" approach

10. The deployment of Board members

10.1 Colin Foxall (CF) outlined his "four teams" approach to deploying Board members' expertise and skills. The groups were a time limited proposal, to avoid Members becoming involved with many small local issues, but would report on their work, through CF, to fellow Board members.

10.2 Members were content with CF's approach to the deployment of Board members.

Action: CF to write to Board members with further details of the "four teams" arrangements

11. Forthcoming meetings and training

11.1 Board members noted that the Board would meet in both Manchester and London in future, as well as Scotland and Wales at a later date, to reflect the organisation's new structure.

12. Any Other Business

12.1 None.

13 Date of next meeting

13.1 Wednesday 7 September, 1pm, Jurys Inn Islington, 60, Pentonville Road, London, N1.

