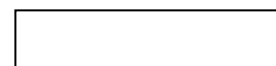


<b>Board Meeting</b>	<b>Date</b>	<b>24/11/2020</b>	<b>Time</b>	<b>14.00-16.00</b>	<b>Venue</b>	<b>Video Conference</b>
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Time	Item	Subject	Leading	Purpose	Paper
<b>A Public Affairs</b>					
14.00	1	Chair's opening remarks; apologies and introductions; declarations of conflicts of interest.	Jeff Halliwell	Information	
14.05	2	Introduction to Transport Focus work for road users	Theo de Pencier Guy Dangerfield		
14.10	3	<b>The official surveys for which Transport Focus is responsible</b>			
		Strategic Roads User Survey (SRUS) restart	Murray Leader		
		Cyclists, pedestrians and equestrians survey	Toby Cotton		
		Logistics & Coach Survey: Strategic Roads	Murray Leader		
14.25	4	<b>Putting road users' views at the heart of future plans</b>			
		Road Investment Strategy 3 research	Keith Bailey		
		Engagement in development of new metrics	Phil Carey		
14.35	5	<b>Holding Highways England to account on behalf of consumers</b>			
		Our work with Highways England's regions	Lee Rowbotham		
		Sort My Sign – improving road user information	Yvonne Fox-Burnby		
14.45	6	<b>Transport user community</b>	Sarah Wright		
14.50	7	<b>End of the Brexit transition period</b>			
		Plans if port congestion affects users of Highways England's roads	Freeha Fernandes		
14.55	8	<b>Allocation of road space</b>			
		Understanding the consumer issues	Phil Carey		
15.00	9	Q&A			
15.15		10 minute break			

B Corporate affairs					
15.25	1	Board meeting minutes: September 2020	Jeff Halliwell	Approval	✓
	2	<u>Committee meeting minutes:</u>			
	2.1	Audit and Risk Assurance Committee	Isabel Liu	Information	✓
	2.2	Statistics Governance Group	Theo de Pencier	Information	✓
	3	<u>Reports from subsidiaries:</u>			
	3.1	Transport Focus Wales Limited	David Sidebottom	Information	✓
	3.2	Transport Focus Scotland Limited	David Sidebottom	Information	
	4	Annual Risk Report 2019-2020	Isabel Liu	Information	✓
	5	<b><u>For noting by the Board</u></b>			
		<i>Items previously approved out of meeting:</i>			
	5.1	BRD2021-001: Project 101 – Omnibus Survey - request for change	Louise Cowards	Information	✓
	5.2	BRD2021-002: Annual Report and Accounts	Anthony Smith	Information	✓
15.40	6	<b><u>Private session</u></b>			
	6.1	Resolution to move into private session (webcast to be terminated once resolution is approved)	Jeff Halliwell	Approval	✓
	6.2	Passenger Contact Group minutes (October 2020)	William Powell	Discussion	✓
	6.3	Updates since PCG Meeting	David Sidebottom	Discussion	
	7	Any other business			
16.00		Close			



<b>Transport Focus Board Meeting</b>	
<b>Date:</b>	<b>Tuesday, 22 September 2020</b>
<b>Times:</b>	<b>14.00-15.40</b>
<b>Location</b>	<b>Videoconference</b>

## **Attended**

### **Board members:**

Jeff Halliwell	JH	Chair
Trisha McAuley OBE	TM	Board member for Scotland
Theo de Pencier	TdP	Board member
Isabel Liu	IL	Board member (in the Chair)
Kate Denham	KD	Board member
Arthur Leathley	AL	Board member for London
Keith Richards	KR	Board member
Cllr William Powell	WP	Board member for Wales

### **Management in attendance:**

Anthony Smith	AS	Chief Executive
David Sidebottom	DS	Director
Mike Hewitson	MH	Head of policy
Guy Dangerfield	GD	Head of strategy
Jon Carter	JC	Head of board and governance
Ian Wright	IW	Head of innovation and partnerships
Louise Coward	LC	Head of insight
Michelle Jackson	MJ	Manager, board and governance operations

### **Other attendees:**

Alex Hornby	AH	Chief Executive Officer, Transdev Blazefield
Anna-Jane Hunter	AJH	Director, North of England Rail, Network Rail
Richard Marshall	RM	Regional Director, Yorkshire and the North East, Highways England

### **Apologies:**

Rob Wilson	RW	Board member
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### **Members of the public:**

Approximately 350 members of the public viewed the live stream for at least part of the meeting

## Part A: Public Affairs: Transport across the north: immediate and longer term priorities to build better journeys

### 1. Chair's opening remarks

JH welcomed participants to the public board meeting of Transport Focus. He explained that whilst he was the Transport Focus Chair, IL would be chairing today as he had to leave to attend a meeting with the rail minister.

IL introduced and welcomed the Transport Focus Board members, the management team, and other staff. IL noted that Rob Wilson (RW) had sent apologies but might be joining the meeting later on.

### 2. Introduction

DS introduced the topic and explained that three external guest speakers would be presenting at the meeting on transport issues in the North of England. He stated that over the past few years there had been significant investment in transport across the North of England, including major road and rail projects, creating better public transport capacity in the region. This had often been informed by research and insight by Transport Focus.

DS noted that Transport Focus had become more involved with transport planning in recent years, and now had a seat at many tables, ensuring that the user voice was heard; this included bus partnerships, network rail route supervisory boards, Mayoral boards and a close working partnership with Highways England.

DS introduced the three speakers, Richard Marshall, Regional Director, Yorkshire and the North East, Highways England, Anna-Jane Hunter, Director, North of England Rail, Network Rail and Alex Hornby, Chief Executive Officer, Transdev Blazefield.

### 3. Alex Hornby, Chief Executive Officer, Transdev Blazefield

AH reported that Transdev Blazefield was a bus operator in North England with a fleet of 500 buses, and a team of 1200 people delivering 35 million passenger journeys pre-Covid-19. When the lockdown was announced in March, the company made the decision to communicate positive messages to reassure customers that the buses were 'clean, safe and ready to go'. The company had acted on insight from colleagues at Transport focus, and customer feedback to identify and address any concerns.

The 'clean, safe, and ready to go' campaign was designed to reassure staff that it was safe to attend work, and customers that it would be safe to travel on buses.

The campaign messages were communicated in several ways, including at bus stops, on the roadside, leaflets in buses, posters, and social media. A YouTube video was also developed.

Research had found that customer's biggest concern was cleanliness. The company had responded by introducing 'viral fogging' on buses, which were sprayed every day with antiviral spray. Customers also expressed concern about the wearing of face coverings. Several initiatives were developed including mandating drivers to wear face coverings, putting face coverings on buses, and developing its own range of face coverings. The profits of the sale from its face coverings had been donated to NHS charities. The company had six buses which toured cities, towns, and villages with photos of heroic key workers who had kept the country going during Covid-19.

The pandemic had resulted in a sense of urgency in the progression and completion of projects. An app was developed that provided information on how many seats were available on a bus, how long a bus would take to arrive at a particular destination, and whether it had Wi-Fi and USB ports. Technology had enabled the company to improve its communication with customers. A partnership was developed with restaurants and cafés including Betty's Team Rooms in Harrogate, during the 'eat out to help out' scheme. Free bus journeys were provided after 6.00pm during August.

A survey was conducted of 1000 customers to determine the reason for travel and whether they would return to using the buses when the pandemic was over. More than 90% had stated that they would be ready to return to using the bus. This had already started. During the week beginning Monday 14<sup>th</sup> September, the company had 58% of its 'normal' volume on buses, across the company; with some commercial routes this increased to 70% and with school services, 90%.

Further research into why customers had started using the buses again revealed that:

- 92% of customers had been using the bus for leisure.
- 93% for educational reasons.
- 97% for shopping and 90% for work.

#### **4. Anna-Jane Hunter, Director, North of England Rail, Network Rail**

AJH explained that North of England Rail was the division of Network Rail that operated the rail network and was responsible for the track, signalling and maintaining and, enhancing the infrastructure. It owned and managed all the stations in the North. North of England Rail worked very closely with the train operators Transport for the North, Transport Focus, and other stakeholders.

There had been several challenges in the rail industry over the past few years including the changes in the timetable that occurred in May 2018, one of the largest introductions

of new rolling stock and problems that occurred during Christmas 2019 due to resourcing issues. The Northern and TransPenine operations had received a £500 million investment in new trains. There had been several changes in the industry over the past few years. This included Northern Rail which went into a directly operated railway, managed by the government.

AJH highlighted the following:

- The objective during the Covid-19 crisis was to keep individuals, including key workers and freight moving. Overall, the rail network had had relatively low numbers of staff absence during Covid.
- The timetable had been rationalised, as the number of passengers reduced significantly when people were advised not to use public transport. There were several challenges with implementing the new timetable.
- PPE, and cleaning solutions including a product called Zoono, a spray which had been used on hard surfaces and provided 28 days of antibacterial shield had been delivered. This had been important in areas where equipment would be shared. Several initiatives to address social distancing included screens in vans.
- Research had found that confidence in rail was at an all-time low. However, the public performance measure, the percentage of trains that arrived within five to ten minutes of their scheduled time, was more than 90%.
- Approval had been received for a £600 million pound investment for an upgrade to the TransPenine route. Insights from passengers would be sought and incorporated into the plans.
- The reduced passenger numbers, and service, had provided an opportunity to speed up the implementation and delivery of projects. The company was working with the Open Data Institute to better understand passenger behaviour, the relationship between load time and dwell time, and incorporate these learnings when planning future timetables.

AJH posed two questions to the board:

- How to obtain the views of individuals who did not currently travel by train.
- How to ensure research was both regional and localised.

## 5. **Richard Marshall, Regional Director, Yorkshire and the North East, Highways England**

RM explained that Yorkshire and the North East, Highways England, maintained and improved the regional road network. Funding had changed from a 12-month cycle to a five year investment period. The first road investment strategy period, known as RIS1, ended in March 2020. This has now been followed by RIS2, which would be implemented over the next five years.

Reduced traffic had enabled construction projects to go ahead more quickly than originally anticipated. Yorkshire and North East had received a portion of Highways England's investment fund of £27 billion for the five year period, an increase from the £15 billion that had been allocated during RIS1.

Enhancements were planned for several key routes including the M62, in Newcastle, the A66 duelling and an upgrade to the A1 up to the Scottish border. Reduced traffic had also enabled the timing of some projects to be brought forward, including improvements to the junction of the M62 and M1. Some projects which had been planned over a three-year period to minimise disruption, had been completed in eight weeks.

A seven-day information accuracy measure for RIS2 of 90% accurate or higher had been implemented. Seven days advance notice had to be given before road schemes, where roads would be closed. The work had to be started within one hour of the scheduled time.

A new approach to customer communications had been tested. There were 22 schemes planned for the A64 route, the most complained about route in Yorkshire. The reasons for the enhancements had been communicated by hosting public events, distributing leaflets and issuing press releases, and organising briefs for local MPs. The volume of complaints had increased, as more work had been carried out; however analysis of the data found that the complaints had decreased proportionately. Feedback was sought on the activities that had been organised, including three public events, attended by 240 people, eight press releases, and 12 social media posts. The results were:

- 93% of individuals had received and read the information that had been distributed
- More than 50% agreed that the information improved their understanding
- 64% stated that they understood why the work was being carried out
- 50% stated that they were happy with the work.

Other projects had included improving the time taken to clean signage, and clearing up litter, using a vacuum litter picker. The public had been encouraged to report damaged signs. Reports had been received on 16 signs, one had been replaced and nine would be replaced in due course.

One project, 'fix my street' which would enable customers to report defects directly to individuals who could deal with them, would be rolled out during this financial year.

IL thanked all speakers and asked Board members for questions.

TM asked whether there had been any problems with compliance with regards to wearing face coverings. AH responded that compliance with face coverings was around 90% in most areas, and overall, it was between 85% and 95%. He explained that there were challenges in

determining which individuals were exempt, but that customers had been advised to wear appropriate notices, which drivers had been instructed not to challenge.

There was a discussion about the use of sunflower lanyards. AJH stated that the sunflower lanyards enabled passengers to clearly identify that they were exempt from wearing a face covering.

TM asked how the momentum would be maintained with the structural rail reforms. AJH responded that the passenger would be at the heart of any structural reform programme and that it should be less complex and better value for money. She added that she hoped that the current momentum would be maintained.

TdP asked whether the highway environment, particularly litter and signage would be a focus when repairs, maintenance and enhancements were carried out. RM responded that they were committed to ensuring that both litter and signage would be a focus in any renewal and maintenance projects. There was a new ride quality metric, which would be utilised in the long term. This would ensure that there would be better forward planning for projects.

AL noted that AH had developed partnerships and endorsement from cafes and restaurants in the North. He asked whether it would be possible for AH to obtain endorsement from other sectors. AH stated that they had worked with Visit Britain and had obtained a kitemark.

KR believed that as a result of the pandemic, greater innovation and change had occurred, including the development of apps. He asked whether there was data available on whether a bus had capacity for wheelchair users. AH stated that there was data available which would inform wheelchair users whether there was space for a wheelchair on a bus. He explained that the driver would update this information after welcoming a wheelchair user on board their bus.

WP referred to the sunflower lanyard and asked AH for his thoughts on using higher profile ways for helping drivers manage the issue of face coverings. AH responded that the sunflower lanyard scheme was available at bus stations. He explained that there were several similar schemes, including the helping hand cards in the region, which were also recognised. AJH stated that the use of these schemes was encouraged, but not enforced.

IL referred to the questions posed by AJH. AJH asked the board on how to obtain the views from individuals who did not use public transport. IL responded that the focus should be on the use of public transport to help people live their lives, whether this be travelling to a restaurant, or a place of work.

AJH asked how public transport information could be made regionally relevant. DS stated that previous research had suggested that some individuals no longer used public transport due to cost or convenience and lack of flexibility. He said that a different approach was being used in the surveys to ensure that the most appropriate questions were asked.



He explained that flexible fares and focusing on the destination of public transport, for example Betty's Tea Rooms, could encourage the public to return to public transport.

AJH asked the board how rail could be made regionally relevant. AH stated that their strategy had been locally and regionally focused. Buses had been branded with the names of the towns that they serviced, as it was important for the bus company to be viewed as part of the town. Providing free travel during the eat out to help out scheme, and free travel on Sunday, which had been funded by the local business community, had been important in ensuring a regional focus.

Il thanked the Board's guests and brought the public affairs session to a close.

## Part B: Corporate affairs (for information only or discussion by exception)

### 1. Workplan October 2020-March 2021

DS introduced the final version of the Transport Focus work plan, to the end of March 2021 which had been previously circulated and discussed. A few last minute suggestions would be incorporated into the document. DS now sought approval from the board.

A motion to approve the final work plan was proposed by WP and seconded by TdP. The Board **approved** the plan.

### 2. Board meeting minutes: July 2020

There were no comments on the July board meeting. These were **approved**.

### 3. Committee meeting minutes

#### 3.1 Audit and Risk Assurance Committee (14 July 2020)

IL provided an update:

- Since the July meeting a strategic planning workshop had been organised to set out the key work plan themes for the next six months.
- The time recording system would be used as a management and a planning tool, to enable the efficient allocation of resources.
- The self-assessment conducted at the July meeting had highlighted three areas where ARAC and the full board required further information and training. These included stakeholders and governance in relation to other organisations involved with transport users, information and cyber security and diversity and inclusion.

## 3.2 Campaigns Steering Group (11 September 2020)

JC reported on the meeting which had been chaired by RW, with Laura Osborne from Travel Watch also attending. The group, which had been formed following an internal review would review all campaigns.

- Project future, which had been developed in response to the pandemic, was now no longer a campaign, but an umbrella programme for several projects which may, in turn, become campaigns.
- The communications angle in all the campaigns had been reviewed and the results were found to be overwhelmingly positive.
- A new campaign management tool had been developed. Full board approval would continue be sought for future campaigns.

The minutes of the meetings were **noted**.

## 4. Reports from subsidiaries

DS introduced the notes of business and formal meetings of Transport Focus Wales Ltd and Transport Focus Scotland Ltd. The importance of sharing ideas with the Welsh and Scottish governments had been discussed, including how these groups could shape decisions for transport users that were made in the two nations.

The Board **noted** the reports from the subsidiaries.

## 5. Tailored Review

JC explained that this review used to be known as a quinquennial review. It is commissioned by the Cabinet Office for all arms' length bodies, and now occurred about once every Parliament. The report had been published (at a days notice) on 8 September on the gov.uk website, but was based on field work largely conducted in 2018 and 2019. The Board had discussed the report, and the summary of the recommendations and actions, at its previous private meeting. The Board was broadly content with the recommendations, and the proposed actions, with the explicit exception of recommendation 8A (development of a service level agreement with DfT research teams) which it had concluded was neither appropriate or necessary.

## 6. Any other business

There was no further business. The meeting closed at 15.40 hrs

Signed as a true and accurate record of the meeting:

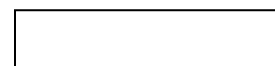
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Jeff Halliwell  
Chair, Transport Focus

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Date

# Minutes



<b>Transport Focus Audit and Risk Assurance Committee</b>	
<b>Date:</b>	<b>Tuesday, 20 October 2020</b>
<b>Times:</b>	<b>13.30 – 15.59</b>
<b>Location</b>	<b>Conference call</b>

## **Attended**

### **Board members:**

Isabel Liu	IL	Board member, Chair
Kate Denham	KD	Board member
Arthur Leathley	AL	Board member for London

### **Management attendance**

David Sidebottom	DS	Transport director
Jon Carter	JC	Head of board and governance
Nigel Holden	NH	Corporate services director
Michelle Jackson	MJ	Manager, board and governance operations

### **Other attendees:**

Martin Burgess	MB	Engagement Director, NAO
Liam Ford	LF	Audit Lead, NAO
Aaron Condron	AC	Head of Internal Audit, GIAA
Hazel Phillips	HP	Public affairs advisor, Transport Focus

### **Apologies**

Anthony Smith	AS	Chief Executive
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## A. Standing items

### 1. Chair's opening remarks; apologies, introductions and declarations of interest

IL welcomed participants to the meeting and noted that apologies had been received from AS. There were no declarations of interest.

### 2. Minutes from previous meeting: July 2020

The minutes of the previous meeting were agreed, and the chair was authorised to sign them.

### 3. Action Matrix

The annual report and accounts were being prepared, and would be discussed in this meeting.

### 4. Transport Focus Wales update (last meeting 07/10/20)

#### 4.1. Business Meeting notes

The committee notes the report of this meeting from JC.

### 5. Transport Focus Scotland update (last meeting 09/09/20)

#### 5.1 Business Meeting notes

JC noted that the next meeting would be held on 4 November 2020

#### 5.2 Board Meeting minutes

JC noted that Philip Mendelsohn had been removed as a director and replaced by Tricia McAuley, who had become a director, and a person with significant control. There was nothing of contention in the notes.

## B. Finance and statutory reporting

### 1. Year-to-date finance report

NH reported that the finance report reflected the budget reviews with budget holders to identify spending plans over the next six months. The income figure had been adjusted to reflect anticipated income for the year. from external funders. The reduction in the contribution expected from externally funded projects was not as great as the variance in income because income for some projects has been recognised in 2020-21 where costs were incurred in 2019-20.

NH also noted the following:

- £405,000 from the National Rail Passenger Survey (NRPS) budget of £785,000 had been used to fund the Omnibus survey until January 2021.
- The remaining £380,000 of the NRPS budget was available to fund the rail satisfaction measure, which will take place in the first quarter of 2021.
- Several planned projects would now not go ahead, including the bus passenger survey. Around £180,000 had been allocated for this project but an alternative piece of bus passenger insight work was proposed which would utilise this budget
- £290,000 remained available for projects. This figure included additional grant in aid funding of £200,000 which had been received this year for modernising our insight and communications activities.

NH remarked that there remained a high degree of uncertainty and the outturn would be kept under review

IL observed that even though there were funds remaining in the budget, there might be less external funding available for Transport Focus. IL inquired about the impact of reduced funding from third parties on the budget, and noted the reduction of the prospective income budget from £530,000 to £234,000. IL asked NH which of the positions that were sponsored by external funders might be at risk. NH explained that Govia Thameslink Railway (GTR) had provided funding of £40,000 per year, which had part funded two positions. He explained that the funding agreed with GTR did not form part of their franchise agreement so had not been included in the Emergency Recovery Measures Agreement so the funding from GTR had ended in September 2020. The forecast had been adjusted to reflect this.

NH added that the funding agreements with South Western Railway (SWR) did not form part of their franchise agreement so could also be at risk. However, the funding from Great Western Railway and Greater Anglia had been included in their respective franchise agreements so was not thought likely to be at risk.

There had also been discussions about the Northern and TransPennine Express funding where the post had not been filled and discussions were underway with Northern regarding the funding being used for other activities.

DS reported that Northern had assured him all the pre-contract conditions would be included in the new arrangement. He added that he would clarify the details of the contracts at his next meeting with Northern. Northern had suggested that the £25,000 funding that they provided could be used for other activities, such as research.

NH explained that where posts were part funded by third parties and the funding was withdrawn the shortfall would have to be funded by grant in aid. KD suggested that the decision on how to fund sponsored posts, if external funding was no longer available, should be made explicit.

KD asked whether the organisation was spending the same amount of money but carrying out fewer projects due to COVID-19, or whether the organisation was intending to use the remaining funds for new projects. NH suggested that a mapping exercise could be conducted over the next quarter to compare the outputs with the costs base.

IL remarked that it was important to be clear about the utilisation of resources. If a sponsor reduced, or did not provide funding for a position, the individuals whose positions were funded, should be redeployed. KD commented that it was important not to set a precedent that Transport Focus would cover the cost of roles for which sponsor funding had been withdrawn and continue to deliver similar activities. The committee called for a detailed analysis at its next meeting.

NH reported that the Department for Transport (DfT) had not asked for any funds to be returned as a result of the autumn wave of NRPS being cancelled, and they were aware the redeployment of some of the NRPS budget to the Omnibus research.

AL asked whether Transport Focus still received payment to attend the Network Rail Route Supervisory Board (RSB) meetings. NH confirmed that whilst this had been the case in 2019-20, no funding had been made available in 2020-21. It was generally accepted that the burden of RSB membership was now much lighter than had been originally anticipated

## **2. Annual report and accounts 2019-20**

MB reported that accrual testing had been conducted on 18 items, with errors found on five items. These errors had been reviewed. A statistical evaluation and extrapolation had been conducted to determine if the errors were material. With this work complete, the likelihood of errors had been estimated. Another small error had been found through additional testing. However, the accruals could now be signed off as the extrapolated error would not be material.

MB noted that new set of accounts had been produced, and was being checked by the team. When final queries had been addressed, a new set of accounts would be produced and the audit finalised.

The committee discussed the time required for the completion of the audit and whether the laying date of 17 November was still achievable. MB saw no reason why it should not be, provided no further errors came to light, and would update colleagues by the end of the week

It was therefore agreed that the updated accounts could be circulated to the DfT and the board at the same time (as the DfT did not need to sign off the accounts) once the updated ACR was available, and MJ would use the normal approvals process for recording Board approval.

## **2.1 Internal audit annual report and opinion**

AC advised that the final report was substantially the same as the draft which had been previously seen by the committee. The committee formally **noted** the report.

IL thanked the internal audit team for their work over the reporting year. She observed that the report was generally positive: the organisation as a whole had been rated with moderate assurance, with some areas of work having been scored as substantial.

## **2.2 Governance statement**

The governance statement within the annual report and accounts was formally **endorsed** by the committee.

## **2.3 Format and contents of the annual report and accounts 2019-20**

The format and contents of the annual report and accounts were **agreed**, subject to finalisation of the adjustments and the audit completion report, and the committee **resolved** to recommend it to the Board for formal approval.

## **C. Business performance management and internal audit**

### **1. Project management reports**

NH reported that projects coded amber had either been suspended or delayed largely as a result of COVID-19. Amber-coded projects would be reviewed to determine whether they would go ahead and, if so, when they could be restarted. Risks associated with these projects, and the projects' impact on the budget, would also be reviewed. IL commented that, as discussed earlier, it was important to consider how to deploy the funds for projects that might not go ahead, and have clarity on the overall position.

AL inquired about the publication of lost property work survey; DS replied that we had been advised not to push for the Department to approve publication of the report for the time being.

### **2. Business plan: mid-year review, resourcing and next steps**

DS reported that the work plan for the remaining part of the year had been published in September. He intended to discuss the planning cycle for 2021 with JC. This would be based on a strategic planning session for the management team in January 2021 and a new draft plan for 2021 would be produced.

IL reported that a staff and board event was planned for 30 November. JC confirmed this was not business planning related. The late January away day would include work on business planning.

### **3. Internal audit progress report**

AC advised that the project framework report had been issued in early September. The London TravelWatch audit fieldwork, which would look at the relationship between Transport Focus and London TravelWatch, was underway.

It was hoped the review would be completed in November, for discussion at the next audit committee meeting.

AC observed that COVID-19 had impacted the way in which the organisation worked. A review could therefore be conducted to consider business continuity arrangements, cybersecurity, core controls, and to understand how controls could be maintained when individuals were working remotely. IL asked members what areas could benefit from an internal audit review.

NH reported that the organisation was currently seeking Cyber Essentials certification, and it therefore might not be beneficial to conduct a cybersecurity audit. The committee members discussed conducting an audit on the impact of COVID-19, and the organisation's response to the pandemic. Such an audit could include considering the impact of COVID-19 on Transport Focus's relationships with external stakeholders.

KD suggested that an internal audit could be conducted into control and processes in the light of COVID-19. AL remarked that if such an audit were carried out, it would be important to benchmark it against those of other organisations. AC stated that such an audit would focus on the impact of COVID-19 on the control environment, line management, culture and health and wellbeing. He suggested that lessons learnt from the first wave would be put into practice. AC stated that a proposal could be developed and brought to the committee, and that the audit could be carried out in the first quarter of 2021.

KD suggested that the COVID-19-related audit should consider risk appetite, including the language that is used to describe risk. AC noted that risk had formed part of the 2019 – 20 internal audit plan. It was agreed that this point on risk would be considered at a later date.

### **4. Internal audit reports (as available)**

#### **4.1 Project framework final report**

AC reported that the project framework had been benchmarked against those of other organisations, focusing on efficiency and compliance. Feedback had also been sought



from the users. AC remarked that this feedback had been positive, and described the framework as tailored to the needs of the organisation. The overall rating was **substantial**.

## **5. Report on subsidiaries staff time / workload**

JC reported that the subsidiary companies were useful, and that the workload was not too time consuming. IL noted that concern had been expressed about the overheads associated with subsidiaries, financial reporting and governance. She observed that the subsidiaries had, however, generated funding and enabled Transport Focus to implement projects that it would not have been able to do otherwise. The separate accounts for the subsidiaries provided assurance to the funders that the money was spent on projects in the respective nations.

## **D. Risk**

### **1. Strategic risks and opportunities**

MJ advised that this report had been presented to the management team for discussion. The document would be updated further and discussed at the next board meeting. IL invited comments or questions from the committee.

KD suggested that the risk, and the consequence should be clearly defined, as this would help determine the mitigation. IL noted that the risk report would be presented at the November member's event for discussion.

### **2. Q2 information risk report and data map**

JC referred to the quarterly report to the committee on information risk. There had been one risk incident that had occurred during this quarter. This had been raised at the information strategy group meeting. The incident had been related to compliance with the cookie regime on the website. The issue had been resolved immediately, with the actions taken to resolve the situation recorded in the incident log. The issue, which had been low risk, was related to the existing website, and the lessons learned would be considered when developing the new website.

### **3. Team risks: transport teams**

DS reported that the risk register had been reviewed recently. The risk regarding external funding of posts has been highlighted, and had been escalated to the management team for further discussion.

IL inquired about franchising. DS confirmed that most of the contracts now followed the EMA arrangement. He noted that Northern was the operator of last resort. The committee discussed whether Transport Focus would work with the operator of last resort, and not the DfT. DS reported that there was ongoing communication with all rail operators, and that the DfT had a healthy interest in rail in the North. He observed that the arrangements were more similar to contract management, rather than franchising.

#### **4. Team risks: chief executives team**

JC reported that the top three risks had not changed since the last review. The size of the team has reduced, but there had not been a decrease in workload.

It was noted that MJ would be leaving Transport Focus on 4<sup>th</sup> December. Recruitment was to commence immediately, and would first be conducted internally, before advertising the position externally. It was highlighted that MJ's departure was a significant loss to the management team, and that, due to reduction in staff and JC's personal situation, there were no contingency plans if any members of staff had to take long-term absence.

IL thanked JC. She stated that the committee would support efforts to find a replacement. JC agreed to keep the committee updated on recruitment.

#### **5. Semi-annual risk report**

IL reported that a 'early draft' had been written pending the outcome of today's meeting, and invited members to comment at the meeting, or send comments by email.

#### **6. Risk management review**

JC reported that the issue of risk appetite had been raised at the recent Members Event. He recommended a light-touch review. The business improvement team would be the most appropriate team to review the issue, as they managed project risk, and some members of that team were also part of the management team.

The review would be discussed in January, and was on the agenda for the October and November meetings of BIT. Feedback would be provided to the management team in early January. JC had developed a series of questions to be considered.

The committee **agreed** this approach.

## E. Governance and scrutiny

### 1. Annual review: fraud policy and fraud action plan

NH noted that this policy had not been changed in several years. He explained that the objective of the review was to ensure that it continued to be fit for purpose. KD asked about where fraud was most likely to occur. NH replied that supplier invoicing and expenses were the areas most at risk of fraud, and provided an overview of the controls in place to minimise fraud, including second checks, sign-off processes and final approval by Finance.

### 2. Annual review: expenses policy

NH reported that the policy was sufficient for the time being, but that as the organisation moved to hybrid working, it would need to be reviewed. He explained that work would be carried out to review the expenses policy, particularly with reference to working-from-home arrangements. The policy included provisions for staff working from home, including recouping the cost of wear and tear and the use of personal items for work. A utilities allowance of £24 per month was being paid to staff working from home.

## F. Staffing and remuneration

### 1. Staff forum update

NH reported that the staff forum was reviewing staff welfare, focusing on the impact of working from home. He noted that the staff bonus scheme would be reviewed to determine if any changes were necessary. NH observed that the staff forum had provided a good sounding board for many issues, including planned changes to our policies on travelling for work, and the reopening of the office.

### 2. Absence and diversity report

NH reported that an inclusion and diversity consultancy, A New Normal, had been engaged to develop a plan for Transport Focus. A workshop would be held on Friday, 23<sup>rd</sup> October, after which the management team would develop and communicate the next steps. A New Normal would help the organisation identify issues, determine the work that needed to be done and how to engage with staff. In addition, Patricia Ezechie, a coach working with the senior team, was also providing support on diversity and inclusion issues.

The committee discussed whether the person recruited to MJ's position would need to be based in London or Manchester. It was agreed that they could be based in either city. NH reported that as part of the government's Places for Growth programme Transport Focus had been advised to seek to minimise the number of roles that were based in London.

### 3. Staff development update

NH advised that a ‘lunch and learn’ sessions were continuing and were always well attended. Training would be organised on writing and influencing skills, to enable staff to effectively represent Transport Focus externally.

### 4. Pay remit update

NH reported that an updated pay remit had now been sent for ministerial approval.

### 5. Any other business

IL thanked MJ for her hard work and contribution to the audit committee

The meeting ended at 15.59 hrs.

### Summary of actions

2021-012	20/10/20	Sponsored posts	Explicit approval for the financial cover of sponsored posts needed, plus a resourcing plan for redeployment of work.	NH	Jan 21
2021-013	20/10/20	Budget	A more details report on the full ‘cost’ of Covid-19 on the organisation – both monetary and opportunity cost	NH/JC	Jan 21
2021-014	20/10/20	AR&A 19-20	Board approval to be sought by email	MJ	Oct-20
2021-015	20/10/20	Record of Projects	Plan to cover all eventualities for all Amber status projects to enable effective resource management.	NH	Jan 21

Signed as a true and accurate record of the meeting:

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Isabel Liu, Chair

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Date

Statistics Governance Group	Date	23/09/2020	Time	09.30-11.20	Venue	Zoom
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Theo de Pencier	TdP	Board member, chair
Rob Wilson	RW	Board member
Anthony Smith	AS	Chief executive
Jon Carter	JC	Head of board and governance

Louise Coward	LC	Head of insight
David Greeno	DG	Senior insight advisor
Murray Leader	ML	Senior insight advisor
Michelle Jackson	MJ	Manager, board and governance

Time	Item	Subject
<b>A Standing items</b>		
09.30	1	<b>Chair's opening remarks; apologies and introductions</b>
		The Chair welcomed all to the meeting and noted the absence of Philip Mendlesohn whose term has ended as Board member. The future membership of the group was discussed. RW left the meeting around 10.10am.
	2	<b>Minutes from previous meeting: 23 June 2020</b>
		The minutes from the meeting were agreed and the chair was authorised to sign them, subject to discussed accuracy points. Action 1920-151 (BPS online completion) – “information to be provided hopefully by next meeting, agency workers providing the information are currently on furlough” will be investigated by LC.
	3	<b>Action matrix</b>
		There were no other outstanding actions.
<b>B National Rail Passenger Survey (NRPS)</b>		
	1	<b>Spring and Autumn 2020 update</b>
		DG noted the Spring wave had been published on 2 July 2020 alongside the Quality Assurance report – both had been well received. 75% of the sampling plan had been achieved. Following discussions with the agency (Watermelon) and DfT in July, it was agreed that it is unfortunately impossible to conduct the NRPS in Autumn 2020. The demise of the agency Watermelon for this and future waves was discussed and any exposure to financial or data risk, which was considered minimal. LC confirmed that not being in the field meant we could distance ourselves from the agency and work independently from them. The upcoming ‘summit’ on 9 October was noted. RW noted the potential loss of additional revenue due to cancelled and postponed NRPS related projects, AS confirmed conversations were being had with the DfT regarding our future funding. Also additional funding with new partners, such as the CAA, is being

		scoped. TdP noted the importance of having oversight of this ever-changing situation. AS ensured that this was being discussed at management level.
	<b>2</b>	<b>Office of Statistics Regulation Action Plan review</b>
		<p>The group noted the actions for Transport Focus arising from the requirements contained in the NRPS National Statistics assessment report published by the Office of Statistics Regulation in January this year. It was noted that Covid 19 had clearly impacted the NRPS - so many of the requirements which were due to be addressed in the autumn wave have inevitably been deferred.</p> <p>LC ensured that this report and plan were proportionate and broadly positive. The OSR have offered training to consider some of the requirements. AS noted the importance of making the DfT aware of any progression, and a letter should be sent soon to the DG's to that end.</p>
	<b>3</b>	<b>Interim measurement of rail passenger satisfaction and plans for NRPS in 2021</b>
		<p>DG presented the proposed interim measurement of rail passenger satisfaction in Autumn 2020 and plans for NRPS in 2021. The DfT are currently looking at a draft version of the brief and are expected to discuss this further with LC at an upcoming meeting.</p> <p>LC noted the benefits of this proposal and the positive response previously received from the DfT and Network Rail in regard to using our online panel. AS has an upcoming meeting on 09 October to discuss this work further with Network Rail. The sensitivities around stakeholder management in this instance was discussed. RW advised on transparency.</p> <p>RW noted the use of YouGov as a future mass-surveying platform, and this will be explored further (ACTION – LC – Dec 20). It was agreed this could also be beneficial in surveying road users.</p> <p>Peter Wilkinson from DfT, Andrew Haines from Network Rail and Paul Plummer from the Rail Delivery Group will be joining us at an industry summit to discuss how best to measure the passenger experience in the future and what collaboration is needed to make this happen.</p>
<b>C Bus Passenger Survey (BPS)</b>		
	<b>1</b>	<b>General 2019 survey update</b>
		<p>LC noted that since the last session the technical report has been reviewed and published on our website. The planned launch event for the survey results, which had been postponed until September, has now been cancelled.</p> <p>It is planned to make further use of the 2019 survey data by carrying out different data cuts and analysis of the results to reveal new insights over the course of the autumn.</p>

	<b>2</b>	<b>Measuring passenger satisfaction and more post COVID</b>
		<p>LC noted it has been agreed internally and externally that there will not be a BPS in autumn 2020. We do however have the Omnibus survey which tracks experience at a headline level on a weekly basis and our bus user community. LC presented potential new projects on 'options for studying passenger experience and attitudes', and 'longer term measure of bus passenger satisfaction'. Project briefs will be submitted to management for approval soon.</p> <p>TdP noted the importance of keeping the bus industry aware of our work and managing the Board expectations on realistic outputs.</p>
<b>D Tram Passenger Survey (TPS)</b>		
	<b>1</b>	<b>General 2019 survey update</b>
		<p>Since the last session, the technical report has been reviewed and will be published on our website within the next few weeks. Data from the 2019/20 survey has been loaded into our data hub and is currently undergoing checks before being released. Discussions are due to take place both internally and with funders about measuring tram passengers' views in the coming year – potentially it could be tied in with what is done on bus.</p>
<b>E Strategic Road Users Survey (SRUS)</b>		
	<b>1</b>	<b>General 2019 - 2020 survey update</b>
		<p>At the last SGG the final outstanding items for the SRUS April 2019 to March 2020 year were Kantar's deep dive analyses; Kantar key drivers' analysis; and publication of the year's results. These results were discussed and will be available on the website soon. TdP noted the reports were well received at the recent Chairman's Advisory Group. Discussions of the results with Highways England's Regional groups are to go ahead in December.</p>
	<b>2</b>	<b>2020-21 planning post Covid 19</b>
		<p>Alternative fieldwork planning was discussed. The resumption of face-to-face and the risks involved were noted. The use of the Omnibus to field road users more regularly was further discussed. It is the hope that we learn from the outcomes of the Push to Web (PtW) trial (discussed below), and perhaps adapt it for SRUS. ML noted that a potential future Major Road Network Survey would be possible with the PtW methodology. TdP urged open communication and regular updates to the Board.</p> <p>ML noted the holding of the Professional Boost until certain of achieving responses from a viable SRUS method (which they augment).</p>
<b>F Motorway Services User Survey</b>		
	<b>1</b>	<b>Motorway Service Users Survey update</b>
		<p>The proposed options for the delivery of MSUS Wave 5 (2021) were discussed. Operators were informed (and accepted) that the intended February/March fieldwork slot was not going to happen. There were some operators who had suggested that a fieldwork period covering the late spring/summer would better suit their busier times; however that was not universal.</p>

		TdP noted the importance of sticking to Market Research Society standards, but to find an alternative which will be useful for stakeholders and users. LC noted the online communities may also be a potential avenue to explore.
<b>G Logistics and Coach Manager Survey</b>		
	<b>1</b>	<b>Logistics and Coach Manager Survey update</b>
		ML confirmed that the survey was well received; it is on track for its October mailing; and the trade bodies remain supportive. The other activity in progress is adding the survey to our data hub. TdP urged ML to liaise with the Communications Team to circulate the reports to a wider selection of stakeholders to gain interest. ML confirmed planned media opportunities.
<b>H Any other business</b>		
	<b>1</b>	<b>Push to web multimodal pilot</b>
		LC confirmed that setting up the survey had taken longer than initially planned. Initial reporting will be available late October and publication in November. There is considerable interest in this project, and whether it succeeds, from external stakeholders, including the Department for Transport, Urban Transport Group and Highways England.  There is a risk that the current conditions provide a false level of response to the survey and that, as time progresses, the response levels to future push to web surveys will be different. However, the agency is able to provide comparative data from other surveys both in the past and during COVID to help us determine the relative and actual success of our pilot.  This was discussed in detail at the recent Board meeting. A portal link will be circulated to all interesting parties to ensure all are up to date with progress.
	<b>2</b>	<b>Datahub update</b>
		The Data hub goes from strength to strength, now containing results from six of our tracker surveys, with a seventh in the pipeline. Each weekly report for the Covid-19 Travel Survey includes a reference to the Data hub, including a screen shot from the Welcome page. LC noted the improvement to the process for uploading data onto the hub. TdP requested a session be set up for Board members on the use of the Data Hub (ACTION – RP – Dec 20)
		<b>Any other business</b>
		The future meetings of SGG on the Board and Committee Programme 2021-2022 were discussed. TdP requested that meetings continued on a Wednesday, and not a Tuesday.

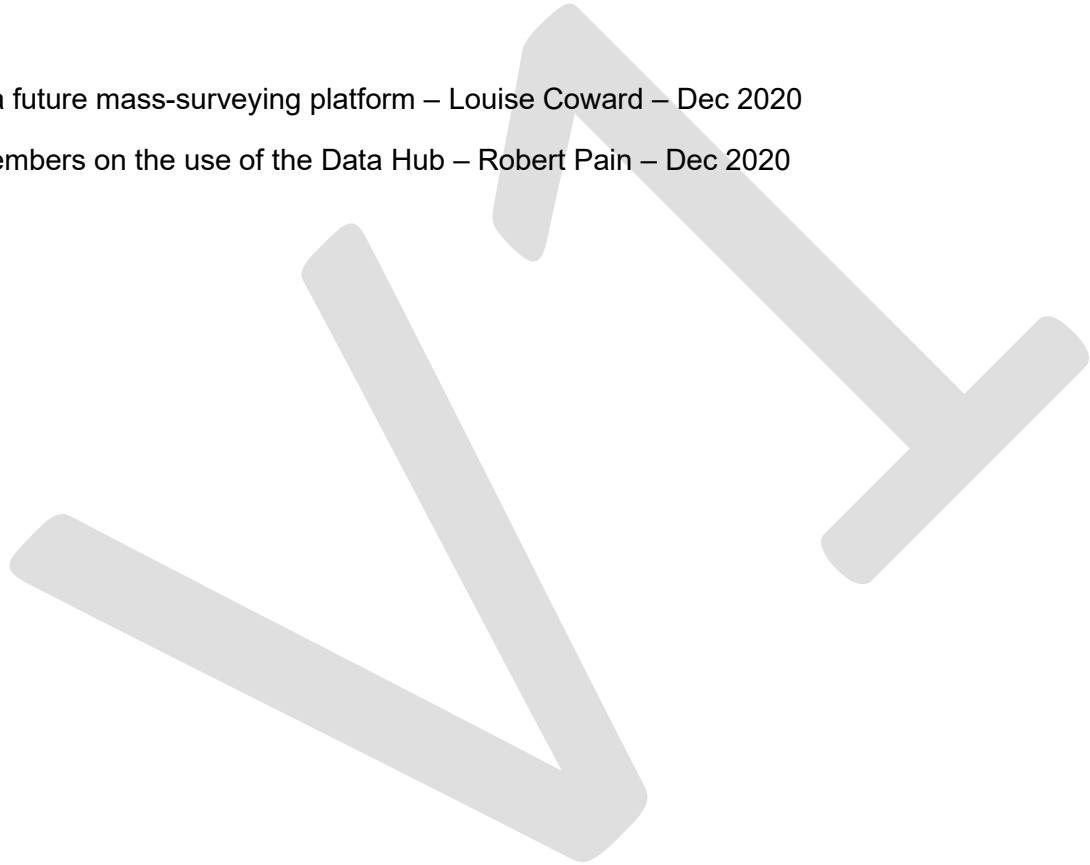


11.20	Close
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**Actions:**

Explore the use of YouGov as a future mass-surveying platform – Louise Coward – Dec 2020

Arrange a session for Board members on the use of the Data Hub – Robert Pain – Dec 2020



<b>Statistics Governance Group</b>	<b>Date</b>	<b>23/09/2020</b>	<b>Time</b>	<b>09.30-11.20</b>	<b>Venue</b>	<b>Zoom</b>
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Jon Carter	JC	Head of board and governance

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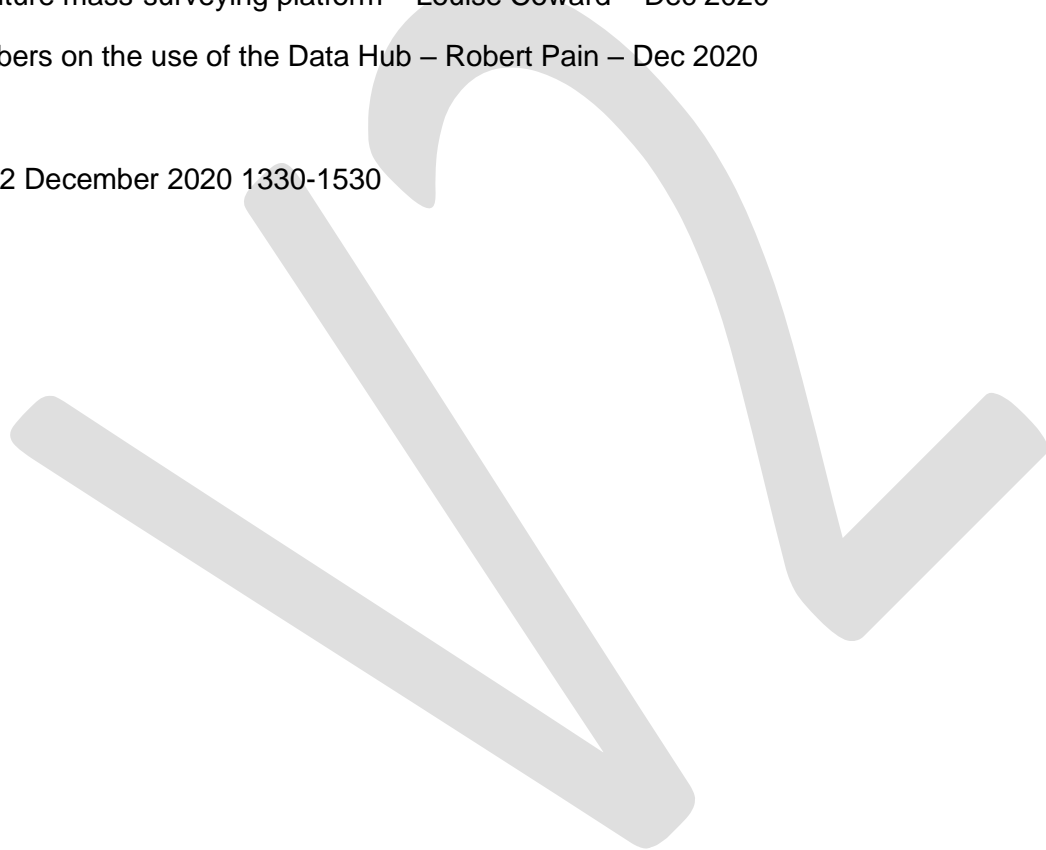
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<b>11.20</b>		<b>Close</b>

**Actions:**

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Arrange a session for Board members on the use of the Data Hub – Robert Pain – Dec 2020

**Date of next meeting:** Tuesday 22 December 2020 1330-1530



**TRANSPORT FOCUS WALES LIMITED**

Fleetbank House, Salisbury Square, London EC4Y 8JX  
 Telephone 0300 123 0855

**BUSINESS MEETING NOTES**

Date: Wednesday 07 October 2020  
 Location: VIDEO CONFERENCE CALL ONLY  
 Time: 1000-1100  
 Classification: **NOT PROTECTIVELY MARKED**

**Attended**

Cllr William Powell	WP	Director (in the chair)
David Sidebottom	DS	Director
Nigel Holden	NH	Director
Jon Carter	JC	Secretary
David Beer	DB	Senior Manager Wales, Transport Focus
Michelle Roles	MR	Stakeholder Manager Wales, Transport Focus
<u>Apologies</u>		
Jeff Halliwell	JH	Director, Chair
Anthony Smith	AS	Chief Executive, Transport Focus
<i>Copy to</i>		
Michelle Jackson	MJ	Manager, board and governance operations

Item	Subject	Action ref (if any)
1	<b>Chair's opening remarks</b> WP welcomed everyone to the meeting, and noted the range of current issues to discuss. Apologies were noted from JH and AS.	
2.1	<b>Notes from previous meeting.</b> The notes of the meeting held on 27 July 2020 were agreed	

## **2.2 Action points for updating**

### **TFW 2021-004 Wales based Board event (January 2021)**

DB reported that further thought was needed on this event given the current situation. We would need to make the meeting bilingual. The issue of a transport user manifesto in advance of the elections to the Senedd in May was considered a useful tool which could form the basis for the meeting and help frame the contributions from speakers.

### **TFW 2021-005 Autumn Wales 'event'**

Similar issues would apply to any kind of event, and a key issue would be required to hang it on. On reflection it was decided that with a busy autumn ahead this event would not now take place.

## **3 Reports**

### **3.1 Operational report**

MR highlighted from her report::

- TfW Rail – passenger information, lots of work especially on cross border issues. Lots of stakeholder engagement
- Monitoring web and social media traffic – good intelligence – fed back to operators who responded quickly
- Reservations process – had been asked for help – liaised closely with other stakeholder managers as well as harnessing anecdotal comments. Planning to trial reservations system shortly.

### **3.2 Strategic issues report**

DB introduced his report. In particular:

- Recent Wales RSB – extensive feedback from Transport Focus insight, including the recent fairer fares report. Well received, if no immediate actions. Potential conflict on merging products and technology. Other anomalies need to be cleared up as discussed at the most recent Senedd committee, where DB stressed the evidence base of our insight. Insight also well received by Network Rail, it being the only coherent evidence they get
- Rail links to Gloucester Schools and Hereford Sixth Form College problematic; we are arguing for reinstatement or strengthening of services - big problem education wise. WP noted his own experience of the importance of these services



given the importance of education provision in these cities. Bus replacement services were poor in terms of social distancing, availability and journey speed. Urging the railway to take another look at this, and also the short platform problem, the programme for which has clearly paused.

- Dispute between TfW Rail and Borderland CRP over funding. DB urging calm and measured approach and fostering discussions. Other options are being explored.

DS asked about the extent of our stakeholder reach in Wales, particularly with businesses. DB noted work with CBI and FSB in Wales, the Bevan Foundation and other think tanks; we were keeping them updated on insight work and have used the panel for discussions on, for example, future office accommodation and working from home.

### **3.3 Wales Board Member update**

WP noted two highlights – DB’s evidence session at the Senedd which was very well received; and the reopening of the Conway Valley line, closed for around six months due to weather conditions. DB noted there was increasing resilience being built into the works.

Some Brexit related problems were being anticipated with freight movements between Wales and Ireland; WP was keeping on eye on this in a bipartisan way.

WP had registered as an observer at next week’s Labour party virtual conference, which would be addressed by Ken Skates.

Finally, he had tried to navigate around the bus and rail networks in a limited way, for intelligence gathering purposes. It was notable how lightly loaded services continued to be.

## **4 Other issues**

### **4.1 Updates on other work**

#### **(a) SE Wales travel options**

TfW Rail keen to understand options for moving this forward; we had a proposal on the shelf which we had dusted down. Key is the issue of non-users and the reach

of the current and future network. We have some funds available to allow us to play an effective role.

**(b) Valleys transformation**

Plans were in development for options during engineering works, including the offer of a free bike. DB is working with colleagues to develop a costed plan so that we can play a key role in the project, given TfW Rail have some funds available rerouted from other, lapsed, commitments.

**4.2 Cardiff Office**

**Potential return to work**

DB has been working with Traveline Cymru on reopening the office, but noted that given current local lockdowns MR would potentially find it difficult to travel to the office in any event. Keeping an eye on the changing restrictions on business travel.

**Issues if office needs to be relinquished**

Given the current sharing arrangement with BUW, it now seems that BUW staff will be working from home for the foreseeable future, and may relinquish its space. That may well have an impact on the headlease held by Traveline, and consequently our own occupation. We may have to think about alternative arrangements. No formal decision is imminent, but the issue is one to keep an eye on.

**5 Management accounts year to date**

NH reported on the management accounts to the end of September. Funds in the range of £25,000-£27,000 are available for projects. The funds need to be spent to prevent a serious underspend. Cashflow is positive. Options needed to be developed for potential office changes and factored into the forecast.

**6 Any other business**

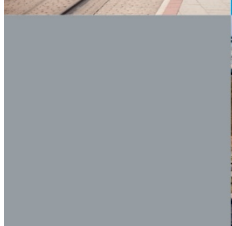
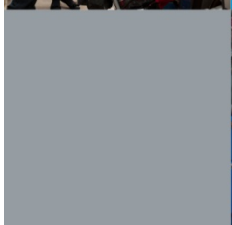
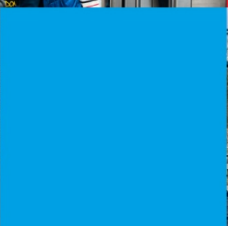
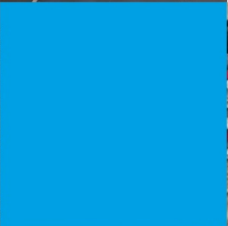
DS noted the highly effective balancing act DB and MR were offering to users and stakeholders in Wales, in very challenging circumstances

Date of next meeting: **Wednesday 9 December 2020 1000-1130 by video conference call only.**

# Audit Risk Assurance and Remuneration Committee

2019-20  
Annual Report to the Board

24 November 2020



**AUDIT RISK ASSURANCE AND REMUNERATION COMMITTEE  
2019-20 ANNUAL REPORT TO THE BOARD  
24 NOVEMBER 2020**

**1. Chair's Introduction**

As the Chair I am pleased to submit this 2019-20 Annual Report of the Audit Risk Assurance and Remuneration Committee (ARAC) to the Board in accordance with the Terms of Reference, which were updated in July 2019 and July 2020.

We received an unqualified set of accounts from the Comptroller and Auditor General (C&AG). The Board approved the 2019-20 Annual Report and Accounts and the C&AG signed the audit certificate in November. They were laid before Parliament on 17 November 2020.

This year Transport Focus has actively engaged in our risk management strategy at all levels. This enabled us to agilely and robustly plan, manage and execute on three major drivers of our work: Campaigning, closer collaboration with London TravelWatch (LTW), and the COVID-19 pandemic.

These three drivers came on top of our regular work: annual user tracker surveys which have become national industry benchmarks in a number of modes; deepening our presence in Wales and Scotland; representing the user view at transport alliances and boards around the country; working with stakeholders on bespoke user engagement; challenging operators and policymakers on behalf of users; re-configuring our complaints handling work in line with LTW and the establishment of RPOS.

This work was financed by lower grant in aid funding from our sponsor. Despite this we have continued to be successful in generating co-funding from other stakeholders, overperforming the budget with over a quarter in additional monies.

Our financial and work results reflect the truncation of in-person engagement work with the onset of the pandemic in the final month of the financial year. During this month Transport Focus was able to pivot on its external and internal ways of working. Our agility in energising the skill and passion of Transport Focus colleagues helps transport consumers in a rapidly and radically changing COVID world. The ARAC will continue to help provide robust governance and challenge, risk and financial management, and oversight on resource remuneration and development in a careful, flexible, and balanced way to support Transport Focus' work in this changing world.

Isabel Liu  
Chair  
Audit Risk Assurance and Remuneration Committee

## 2. The Purpose of the Committee

The ARAC is a committee of the Transport Focus Board and reports to the Board after each meeting.

The ARAC is governed by its Terms of Reference, last updated in July 2020, including delegations from the Board. In essence, the ARAC supports Transport Focus, including its subsidiaries, on all matters relating to corporate governance, financial management and significant HR matters, and oversees the process of internal and external audit. This entails providing guidance to the Chief Executive in his role of Accounting Officer and includes challenge to the Management Team on its interpretation of risk and other information reported to the Committee.

The Committee held quarterly meetings in April, July, October 2019 and January 2020. In addition, the ARAC met in June 2019 to approve the 2018-19 accounts. In October-November 2020 the Committee reviewed and approved the Annual Report and Accounts, the audit completion report by National Audit Office (NAO), and the Government Internal Audit Agency (GIAA) annual internal audit opinion for the 2019-20 financial year.

During the 2019-20 financial year, the non-executive members of the ARAC continued their service:

- Isabel Liu, Chair – Isabel has been a member of the Committee since joining the Board in March 2013. Her career is in investing equity in infrastructure in the UK and around the world. She has been a Chief Financial Officer and director at airport companies. She holds an MBA from the University of Chicago Booth School of Business and a Masters in Public Policy from the Harvard Kennedy School of Government.
- Arthur Leathley – Arthur joined the Board in October 2017 representing London as the Chair of London Travelwatch. His career in communications started as a transport journalist, before moving on to Virgin Trains, Amey, the Cabinet Office and the Department of Energy and Climate Change.
- Kate Denham – Kate joined the Board in September 2018. She advises on strategy, building long-term business models, income generation, commercialisation, growth and service modernisation through technology throughout the public and third sectors. She is managing director of The Public Good Company and vice-chair of Accelerate, an award winning social enterprise.

## 3. Key Issues

### *Risk Management Strategy*

This year the organisation made improvements in its already excellent risk management strategy. Active engagement in risk management took place at all levels:

- In May 2019 the ARAC and associated members of management, along with Board Member Phil Mendelsohn and GIAA, held a workshop to take a broader look at our risk strategy, which led to a sharper focus on opportunities.
- In July 2019 GIAA's audit rated our risk management as 'Substantial', the highest possible opinion.
- Transport Focus adopted GIAA's sole medium priority recommendation and kicked off the business planning cycle with a facilitated Board-MT strategic workshop in September 2019. This identified strategic opportunities as well as strategic risks.
- The strategic risks and opportunities identified have been adopted to re-organise the strategic and team registers reviewed by the MT and ARAC throughout the year.
- Quality control by the Business Improvement Team (BIT) in the identification of risks and opportunities at the project level, and BIT's timely dissemination of lessons learned throughout the organisation, continued for another year.
- Results from the GIAA-developed staff survey indicate that staff have a good understanding of how their role contributes to risk management.

This enabled the organisation to work agilely and robustly on the take-up this year of campaigns as a major way of carrying out our mission, and to respond to challenges presented by the pandemic towards the end of the financial year.

**Campaigning** – This year was the first year Transport Focus embarked on overt campaigning, so it was with a degree of experimentation. In April 2020 shortly after the close of the financial year, Head of Campaigns Louise Collins and the MT, and simultaneously GIAA, completed a review of campaigning overall and the three individual campaigns. This enabled identification of opportunities missed (for example, successes which could have been scaled up) as well as risks (resource pressures on Comms on top of the normal output schedule). Adopting GIAA recommendations such as the Campaigns Steering Group will improve focus and achievements as Transport Focus continues current and future campaigns through the pandemic and beyond.

**COVID-19** – With the March 2020 onset of the pandemic, Transport Focus, working closely with London TravelWatch, immediately realised one of its key opportunities in producing the all-digital weekly omnibus survey of the attitudes and practices of users (and no-longer-users) of all modes of transport. The ARAC in April 2020 and the Board in July 2020 refreshed identification of strategic risks and opportunities in light of the pandemic.

### *London TravelWatch*

The 18 February 2020 signing of the MOU on close collaboration between Transport Focus and London TravelWatch was the culmination of many months' intensive work by the Task Force made up of management and Board Members from our two organisations. The work entailed securing support from our respective sponsors,

agreeing Anthony Smith's role as joint Chief Executive / Accounting Officer, agreeing shared services (notably LTW taking on Transport Focus' complaints appeals work and Transport Focus taking on finance, IT, HR and payroll), recruitment of LTW Director Emma Gibson, staff consultations, coordination of data sharing and protection, and planning for future shared office space. This work was monitored by the ARAC. With the onset of the pandemic, this close collaboration has sprung off the page into real action. Transport Focus and LTW immediately provided a single "go to" portal to address users' questions on ticket refunds and COVID-safe transport availability. Our weekly omnibus surveys cover all modes across all geographies of both organisations. Joint internal virtual training sessions and meetings and external media and virtual events are frequent. A broader coordinated impact and savings from integrated operations are already evident.

### *Wales and Scotland subsidiaries*

With the formation of Transport Focus Scotland (TFS) and Transport Focus Wales (TFW), and the latter's funding, staffing and operation, Transport Focus is now a group. The parent's Board has allocated oversight and governance competence of the subsidiaries to the ARAC. The ARAC reviews their notes, minutes, and accounts.

### *Budget*

Following cuts last year, DfT grant in aid was cut a further 7% from £6.1 million to £5.7 million.

To complement DfT's grant in aid, Transport Focus strives to generate funding from a diverse range of stakeholders to enable us to deliver benefits to transport users in all the regions of Great Britain. Transport Focus won separate funding of £2.2 million, the same as last year. Separate funding still represents over a quarter of our total funding, 27%. This is a notable achievement. Separate funding includes sponsored personnel; enhancement of existing projects, such as boosting regional participation in NRPS; and new projects, such as looking at the coach industry or passenger views on rolling stock designs. We have a multi-modal portfolio of independent industry benchmarks – user surveys of rail, buses, trams, highways and motorway service areas – which are now established annual national projects. This increasing influence means our budget dedicates a greater portion of expenditure to a higher number of specified annual projects, leaving minimal funds to pursue issues that arise during the year or to develop longer-term opportunities. Specified separate funding follows the structure of the industry. As the TOC franchise structure in the rail industry changes, separate funding will also be subject to change.

Transport Focus managed the budget closely to complete the financial year with no significant over- or under-spend, just a modest under-spend of £75,000. This is the net outcome of a very full 11 months with three campaigns on top of ongoing tracker and bespoke engagement, plus expansion of Scotland, Wales and LTW work, offset by the last month of truncated in-person survey work and reduced travel and event costs.

#### 4. Assurances

The ARAC is satisfied that it is discharging its duty of review and challenge in respect of the comprehensiveness, reliability and integrity of the assurances it receives from management and others. These assurances are sufficient to support the Board and the Accounting Officer in taking decisions and fulfilling their accountability obligations.

##### *Audit and Risk*

The Railways Act 2005 requires Transport Focus to submit its accounts for audit by the C&AG; thus the NAO provides the **external audit** function. In January 2020 the ARAC approved the NAO's audit plan for 2019-20 and agreed the audit fee at £27,000 (an 4% increase from £26,000 for the previous year). Affected by the COVID-19 pandemic, completion by the NAO of its audit was delayed from the usual June-July to October-November 2020. The ARAC recommended the Annual Report and Accounts for Board approval, subject to receiving the final audit completion report from the NAO, as there remained an outstanding item which was immaterial but could affect the disclosures in the notes to the accounts. Such Board approval, and ARAC approval of the final audit completion report and the associated resolution of the outstanding item, were given in November. The NAO recommended to the C&AG that the accounts be certified with an unqualified opinion. The Annual Report and Accounts for 2019-20 were laid before Parliament on 17 November 2020.

We are directed by the Combined Code and our Terms of Reference to assess the NAO's service. The NAO's independence and objectivity are unquestioned. However, in its protracted audit this year, the audit did not seem to run as efficiently as in prior years and there may be lessons to be learned.

The Management Statement agreed with DfT requires that Transport Focus have an **internal audit** function. This is provided by the GIAA. In April 2019 the ARARC agreed GIAA's internal audit workplan and a fee of £23,450 for the 2019-20 year, a 12% increase. The GIAA's annual opinion of Transport Focus is 'Moderate', the second highest of four possible opinions and the same as for last year. This reflects the findings of the individual audits, which were:

- Risk Management – Substantial
- Resourcing – Moderate
- Payroll – Moderate
- Campaigns – Moderate

Across these four audits there were a total of one high priority, 15 medium priority and 11 low priority recommendations where specific actions have been accepted and allocated to owners for implementation. The progress on actions in response to recommendations is regularly reported to the ARAC.

Areas to be scrutinised in 2020-21 include the project management framework, joint work with London TravelWatch, the COVID-19 response, and subsidiaries.



A major part of the ARAC's **risk assessment** in the round is its review of strategic risk and information risk registers at each quarterly meeting and an annual rota of the team risk registers – Communications, Corporate Services, Transport, CEO, and Insight.

The ARAC reviewed and approved the annual fraud and bribery risk assessment. The ARAC also reviewed and agreed the following policies/registers:

- Outside interests
- Gifts and hospitality
- Whistleblowing
- Fraud
- Expenses
- Board Members' code of conduct

Assessments are summarised in the ARAC Chair's semi-annual risk reports to the Board.

### *Management Assurance*

Transport Focus submitted the Management Assurance return to the DfT as required in January 2020. DfT now only requires a one-time report covering Q1-Q3. The return has been amended and is now more proportionate to the size and risk of this organisation.

## **5. Remuneration and Staffing Issues**

The 2019-20 pay remit amounted to a 1.5% uplift in pay and allowances from 1 April 2019. This was approved by the ARAC in July 2019, as was the Bonus Scheme at 0.7% of the payroll.

Resources, at just over 50 FTEs, remain extremely tight, especially in Comms, the CEO Team, and Insight. The advent of RPOS and transfer of complaints appeals work to LTW led to the planned departure of our last remaining passenger contact colleagues. With fewer junior positions, re-balancing and developing the staff to meet higher demands without overstressing them is a constant challenge. Following review of the time reporting system by BIT and the MT in July 2019, its usability and use has noticeably improved. In 2020-21 it is being used (including adoption by LTW staff) for planning, resource allocation, and in-year re-balancing.

The ARAC regularly reviews the staff profile. Overall gender diversity is medium and ethnic diversity is low. Efforts to improve our diversity include opening our internal and external recruitment practices and language and offering internal mobility and attractive development opportunities.

Staff development and engagement is strong, and has improved even during a year of change including campaigns, closer working with LTW, and the pandemic. The campaigns spurred a lot of cross-team working. A strong programme of internal training has been stepped up. Going virtual during the pandemic has enabled broad participation across all geographies by both Transport Focus and LTW personnel.

Attention to staff well-being and mental health before and since the pandemic has been well-received.

## **6. ARAC Management and Self-Assessment**

The 2016 HMT publication 'Good Practice Principles for Audit and Risk Assurance Committees' provided in the Audit and Risk Assurance Committee Handbook requires the ARAC to review the overall assurance framework for Transport Focus. The NAO in November 2017 provided a suggested checklist for self-assessment. The ARAC carried out a self-assessment in July 2019.

**Board**  
**Members' Event meeting**  
**Record of approvals**



<b>If confidential, protective marking<sup>1</sup></b>	
<b>Reference</b>	BRD2021-007
<b>When discussed</b>	10/10/2020
<b>Submitted by</b>	Michelle Jackson
<b>Report Title</b>	Omnibus Travel Survey (RfC)
<b>Sponsor</b>	Louise Coward
<b>Author(s)</b>	Toby Cotton

**Responses by Board Members**

<b>From</b>	<b>Reference</b>	<b>Comments, if any</b>
Jeff Halliwell	A	
Philip Mendelsohn	A	
Kate Denham	A/L	
Isabel Liu	A	
Theo de Pencier	A	
William Powell	A	
Arthur Leathley	A	
Keith Richards	A/L	
Rob Wilson	A	

**Key to references**

- A: Yes, I am content
- B: Yes, I am content but would like to make one or more points for the record (please set these out in your email)
- C: I need more information to reach a decision (please indicate what further information you require)
- D: No, I am not content (please explain why not)
- A/L: annual leave or otherwise no response
- S: project or paper sponsor

**Business Services record**

<b>Responses recorded by</b>	Michelle Jackson
<b>Decision reached</b>	<b>Approved</b>
<b>Signature</b>	<i>M. Jackson</i>

Jeff Halliwell  
 Chair signature

12/08/2020  
 Date

<sup>1</sup> ie RESTRICTED plus COMMERCIAL / POLICY / STAFF / PERSONAL PROTECT

<b>Board</b>
<b>Record of approvals</b>



<b>If confidential, protective marking<sup>1</sup></b>	
<b>Out of meeting paper reference</b>	BRD2021-002
<b>When circulated</b>	26 October 2020
<b>Circulated by</b>	Michelle Jackson
<b>Report Title</b>	Annual Report and Accounts 2019-2020
<b>Sponsor</b>	Anthony Smith
<b>Author(s)</b>	Multiple

### Responses by Board Members

From	Reference	Comments, if any
Jeff Halliwell	A	
Trisha McAuley	A	
Kate Denham	A	
Isabel Liu	A	
Theo de Pencier	A	
William Powell	NR	
Arthur Leathley	A	
Keith Richards	A	
Rob Wilson	A	

### Key to references

A: Yes, I am content  
 B: No, I am not content (please explain why not)  
 NR: no response

### Business Services record

<b>Responses recorded by</b>	Michelle Jackson
<b>Decision reached</b>	Approved
<b>Feedback to sponsor and author (date)</b>	02/11/2020
<b>Signature</b>	<i>M. Jackson</i>

\_\_\_\_\_ Jeff Halliwell \_\_\_\_\_ 11/11/20 \_\_\_\_\_  
 Chair signature Date

<sup>1</sup> ie RESTRICTED plus COMMERCIAL / POLICY / STAFF / PERSONAL PROTECT

RAILWAYS ACT 2005 (as amended)  
 LOCAL TRANSPORT ACT 2008  
 The Passengers' Council (Non-Railway Functions) Order 2010  
**Resolution of the Passengers Council (operating as Transport Focus)**

**Explanatory Note<sup>1</sup>**

The law **requires** that Board meetings of Transport Focus are open to the public, but that the public **must** be excluded where any item of business is confidential. Confidential business is defined as being:

- Business where information provided in confidence to Transport Focus by the Secretary of State or the Office of Rail and Road would be disclosed.
- Business where information relating to the affairs of an individual or organisation would be disclosed, and where such disclosure would 'seriously and prejudicially' affect their interests
- Business which is, by order, specified as such by the Secretary of State

In addition, the Board of Transport Focus may, by resolution, and provided that the reason is stated, determine that because of the confidential nature of the item of business, it is in the public interest that the public be excluded during that item. The Board must also take full account of the protection of confidential information provisions in respect of any investigations it has carried out under sections 112E and 112F of the Transport Act 1985 (provisions retro-conferred under the above cited legislation).

Date of Board Meeting	24 November 2020
Venue	Videoconference

**RESOLVED**

that, pursuant to the statutory provisions governing procedure, members of the public shall be excluded from the meeting for the items set out below having regard to the confidential nature of the business to be transacted:

Agenda Item	Description	Reason for conducting business in private session (if appropriate)
B 5	The Rail Ombudsman	Comercially confidential: the affairs of an individual or organisations will be disclosed, and such disclosure may 'seriously and prejudicially' affect their interests
Proposed by		
Seconded by		

Signed:

\_\_\_\_\_  
 Jeff Halliwell  
 Chairman, Passenger Focus

\_\_\_\_\_  
 Date

<sup>1</sup> This is a summary of the provisions with respect to the admission of the public to meetings. For full details, please refer to Schedule 5, Part 6 of the Railways Act 2005 ( as amended) and the Passengers' Council (Non-Railway Functions) Order 2010