

**Minutes of ScotRail Trains Limited  
("ScotRail") Board held on Thursday, 18 May  
2023,  
1300 – 1500 Atrium Court, 50 Waterloo St, Glasgow / Microsoft  
Teams \***

**Present:** David Lowrie (DL) – Chair  
Joanne Maguire (JHM) – Chief Operating Officer  
Alex Hynes (AH) – Managing Director, Scotland's Railway  
Derek Marchant (DM) – Finance Director  
David Lister (DML) – Safety, Engineering, and Sustainability Director  
David Simpson (DS) – Service Delivery Director  
Emma Dixon (ED) – Non-Executive Director and Company Secretary  
Julie Dale (JD) – Human Resource Director  
Carolyn Griffiths (CG) – Non-Executive Director

**In attendance:** David Ross (DR) – Communications Director  
Claire Dickie (CD) – Head of Retail  
Scott Prentice (SP) – Head of Business Development  
[REDACTED] – Minute Taker

**Apologies:** Lesley Kane (LK) – Commercial Director  
John MacQuarrie (JM) – Non-Executive Director

Item No	Item	Action
1.1	<b>Welcome and quorum</b>  The Chair welcomed all to the meeting and noted it was quorate.	
1.2	<b>Apologies for absence</b>  Apologies <b>noted</b> from Lesley Kane and John MacQuarrie. Claire Dickie and Scott Prentice attended in Lesley Kane's absence.	
1.3	<b>Board appointments and resignations</b>  The Board <b>approved</b> the appointment of Carolyn Griffiths and Julie Dale as a directors of ScotRail and welcomed them to the Board.	
1.4	<b>Declarations of interests and conflicts</b>  It was <b>noted</b> that declarations of interests for Carolyn Griffiths and Julie Dale should be added to the register.	<b>ED</b>

Operational		
2.1	<p><b>Budget and business plan 2023/24:</b> paper 1505-02</p> <p>Derek Marchant gave an update on the rail period one financial position, before moving on to introduce the revised 2023/24 budget and business plan.</p> <p>The Board had a full discussion on the matter, noting the differing funding gaps presented in the various scenarios outlined, the associated financial risks and assumptions identified, including those requiring Transport Scotland consent, and noted that a balanced position must be agreed by the Board.</p> <p>The Board <b>agreed</b> that the Chair and Finance Director would meet to decide the appropriate financial assumptions, to enable a balanced budget to be presented to the SRH Board for approval.</p> <p>The Board <b>agreed</b> that a review of the decision-making process for the budget and business plan with all stakeholders was required and should be taken forward following conclusion of approvals for the 2023/24 budget.</p>	<p>DL/DM</p> <p>SRH</p>
2.2	<p><b>Peak fares removal trial preparedness</b></p> <p>Claire Dickie provided an update on the ongoing preparations for implementing the proposed peak fares removal trial from mid-October, highlighting that guidance from the Scottish Government on proposed annual fares was essential for evaluating the options for the trial.</p> <p>The Board <b>noted</b> that Transport Scotland (TS) intends to put a paper on a fares increase to the minister shortly and noted the importance of a timely decision.</p> <p>The Board discussed the options to be presented by TS to obtain ministerial direction on the scope of the trial to be undertaken.</p> <p>The Board thanked Claire Dickie for the update.</p>	
■	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	

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<b>Governance</b>		
<b>3.1</b>	<p><b>Accountable Officer submissions tracker: paper 1805-04</b></p> <p><b>Inverness operations accommodation</b> – noted that this matter is with ScotRail to progress, rather than SRH.</p> <p><b>Passenger assistance ramps</b> – TS has sent comments to SRH, which will clarify the status of actions.</p> <p><b>Red diesel replacement tanks</b> - SRH highlight issue to TS seeking decision on spend.</p> <p><b>Levenmouth project</b> – SRH to seek clarification on process and confirm whether AO is required.</p>	<p><b>JM</b></p> <p><b>JM</b></p> <p><b>JM</b></p>
<b>3.2</b>	<p><b>Rail period one reporting pack: paper 1805-05</b></p> <p>Jo Maguire presented the paper. The Board was pleased to note the favourable revenue trend for the period.</p> <p>The Board discussed a recent serious incident at Argyle St station. It was agreed that the full incident report would be sent to Carolyn Griffiths as Chair of Safety, Health &amp; Environment Committee.</p> <p>CG suggested and the Board <b>requested</b> some additions to the reporting pack to include PPM by fleet type and audit outputs in the KPI reports. The Board noted it is a new pack that continues to be work in progress, with the balance of information required being refined.</p> <p>The paper was <b>noted</b> by the Board.</p>	<p><b>AH</b></p> <p><b>JHM</b></p>
<b>Minutes, other actions, and AOB</b>		

4.	<b>Minutes from previous meetings for approval</b> <ul style="list-style-type: none"><li>• 23 March, 31 March, and 20 April – minor amendments requested and the Board approved the Company Secretary to make such changes following agreement with the Chair.</li></ul> <p>The Board <b>approved</b> the above minutes subject to the minor changes being made.</p>	<b>ED</b>
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5.	<b>Actions arising from previous meeting not already discussed: 2004-07</b> No additional items were noted.	
6.	<b>AOB</b>  <b>Disclosures for auditor</b> Derek Marchant informed the Board that the auditors will require a note of all directors and family member interests and the Board was asked to provide timely responses.  <b>Future rolling stock strategy</b> Carolyn Griffiths suggested, in relation to ongoing Carmont work, a roundtable with relevant stakeholders to understand collectively what is being discussed and progressed.  <b>Audit and Risk Committee</b> Request to amend meeting dates to a more suitable time to align with ongoing work.  Risk appraisal relating to fleet age to be included in company's risk register.  <b>Other</b> The Board thanked those involved in the meetings with the unions regarding future pay awards.  The board noted the desire of the SRH Chair to be involved in NZET committee preparation and debriefing.	ED DML
	<b><u>The date of the next ScotRail Board meeting is Thursday, 15 June at 1300 in Atrium Court.</u></b>	

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