

## SOUTH TEES DEVELOPMENT CORPORATION (STDC) BOARD

These minutes are in draft form until approved at the next Board meeting and are therefore subject to amendments.

Date: 29<sup>th</sup> January 2020

Time: 14.00 pm

Venue: Cavendish House, Stockton-On-Tees

| Attendees:                 |   | Apologies:       |
|----------------------------|---|------------------|
| Ben Houchen (Chair)        | Tees Valley Mayor                       | Mary Lanigan     |
| John Baker                 | Teesside Learning Trust                 | Anand Srinivasan |
| Paul Booth                 | TV LEP                                  | Philip Leech     |
| Bob Cuffe                  | Non-Executive Director                  |                  |
| Mary Lanigan               | Leader, RCBC                            |                  |
| Graham Robb                | Recognition PR                          |                  |
| David Smith                | Energy Networks                         |                  |
| Sir Alan Cockshaw          | Shawbridge Management Ltd               |                  |
| Steve Gibson               | Gibson O'Neill Group                    |                  |
| Jane Turner                | Teesside University                     |                  |
| Andy Preston               | MBC                                     |                  |
| John Hobson                | RCBC                                    |                  |
| Tom Smyth                  | BEIS, Interim Government Representative |                  |
| David Allison              | STDC                                    |                  |
| John McNicholas            | STDC                                    |                  |
| Richard Lakey              | STDC                                    |                  |
| Julie Gilhespie            | TVCA                                    |                  |
| Gary MacDonald             | TVCA                                    |                  |
| Andrew Nixon               | TVCA                                    |                  |
| Sharon Jones (Secretariat) | TVCA                                    |                  |



| Agenda Item               | Summary of Discussion   | Actions<br>Required   | Responsibility  |
|---------------------------|---|---|---|
| Welcome and introductions | The Chair welcomed everyone to the meeting.   |   |   |
| Declarations of           | GB – declared that MPI are a client of his company and they also have clients   |   |   |
| Interest                  | within the Offshore Wind Sector locally.  |   |   |
|                           |   |   |   |
| Quorum                    |   |   |   |
|                           |   |   |   |
|                           | requiring a decision would be discussed first whilst quorum was in place.   |   |   |
|                           |   |   |   |
| Governance Update         |   |   |   |
|                           | The Chair advised the Board that from agreement of this paper future meetings of  |   |   |
|                           | both the STDC Board and Audit & Risk Committee are public meetings.   |   |   |
|                           | <b>RESOLVED</b> that the Board agreed to the changes as proposed in the paper.  |   |   |
|                           |   |   |   |
| CPO Endorsement           | A paper was circulated regarding Board reaffirmation of the CPO.  |   |   |
|                           | <b>RESOLVED</b> that the Board agreed to the recommendations within the report and  |   |   |
|                           | reaffirmed the CPO and related order lands.   |   |   |
|                           |   |   |   |
| Minutes & Actions         | The minutes of the previous meeting were agreed as a true record.   |   |   |
|                           | Welcome and<br>introductions Declarations of<br>Interest Quorum Governance Update Governance Update CPO Endorsement CPO Endorsement | Welcome and introductions       The Chair welcomed everyone to the meeting.         Declarations of Interest       GR – declared that MPI are a client of his company and they also have clients within the Offshore Wind Sector locally.         Quorum       The meeting was initially quorate. Andy Preston advised he needed to leave the meeting as soon as he was able to do so and it was therefore agreed that items requiring a decision would be discussed first whilst quorum was in place.         Governance Update       A paper was circulated regarding Governance changes to STDC. The Chair advised the Board that from agreement of this paper future meetings of both the STDC Board and Audit & Risk Committee are public meetings.         RESOLVED that the Board agreed to the changes as proposed in the paper.       A paper was circulated regarding Board reaffirmation of the CPO.         RESOLVED that the Board agreed to the recommendations within the report and reaffirmed the CPO and related order lands.       The CPO Endorsement | Image: Constraint of the second se |



|    |                | The Action Register was discussed. All actions are completed or on the agenda to  |  |
|----|----------------|---|--|
|    |                | be addressed within today's meeting.  |  |
|    | L              |   |  |
| 7. | Chair's Update | The Chair updated the Board on progress with alternative options being considered alongside the CPO.  |  |
|    |                | <b>RESOLVED</b> that The Chair's update is noted and the Board are happy with the progress made.  |  |
|    |                | Andy Preston left the meeting after the necessary board decisions were agreed and thereafter it was no longer quorate.  |  |
|    |                |   |  |
| 8. | CEO Update     | DA gave an update on STDC business since the last meeting.  |  |
|    |                | A new organisation structure is in place and a lot of this has been populated. A Commercial Director & Commercial Manager are now in post. Appointment of a Risk Manager has been prioritised. Through the People, Search & Remuneration workstream it has been agreed to define an integrated structure for DC and SC together then draw back and make sensible appointments in line with this. The new Site Director for SC will be in post as of Monday. |  |
|    |                | Work has been continuing on our Investor Relations Process. This can be brought to the next meeting for endorsement.  |  |
|    |                | Transfer of Site Company is dependent on the outcome of the CPO. We have had confirmation of funding for £71m from Government. Due Diligence will be undertaken as required . GM is leading on a piece of external work to progress this and a Transition Steering Group is to be to be established in line with this.  |  |



|     |                             | <ul> <li>A pre enquiry note issued by the CPO Inspector regarding the CPO will be circulated following the meeting to allow Board members to understand the process.</li> <li>A Risk assessment has been carried out on the Prairie site and we can now get back on track with progressing ground investigations.</li> <li><b>RESOLVED</b> that the CEO's report is noted</li> </ul> |  |
|-----|-----------------------------|--|--|
| 9.  | Risk Appetite               | The Chair proposed and Board agreed to pass a resolution to exclude the press<br>and public under paragraph 3 of part 1 of schedule 12a of the Local Government<br>Act 1972, in order to allow Board to consider matters of a commercially<br>confidential nature.RESOLVED that the Board noted the detail within the paper.   |  |
| 10. | Transition<br>programme     | <b>RESOLVED</b> that the Board noted the detail within the paper.  |  |
| 11. | Financial Update            | RESOLVED that the Board noted the update   |  |
| 12. | Written Resolutions         | <b>RESOLVED</b> that this item will be brought to a future meeting of the Board for decision.  |  |
| 13. | Offshore Wind<br>Discussion | <b>RESOLVED</b> that a further meeting of the Board will be required to make a decision on this matter.  |  |



| 9.  | AOB                  | None                       |  |
|-----|----------------------|----------------------------|--|
|     |                      |                            |  |
|     |                      |                            |  |
| 10. | Date of next meeting | 5 <sup>th</sup> March 2020 |  |
|     |                      |                            |  |