



TRINITY HOUSE

# **Minutes of Trinity House Lighthouse Board**

## **28 November 2024 – Tower Hill**

### **Present**

Captain Lance Batchelor (Chair) (LB)  
Rear Admiral Iain Lower (Deputy Master/ Chief Executive) (IL)  
Captain Andy Holt (Director of Operations) (AH)  
Commander Nigel Hare (Director of Navigational Requirements) (NH)  
Mr Ton Damen (Director of Business Services) (TD)  
Mrs Valerie Owen (NED) (VO)  
Mr Alan Moore (NED) (AM)  
Mr Curtis Juman (NED) (CJ)

### **Present (non-voting)**

Mrs Natalie Gull (Director of People & Culture) (NG)  
Mr Damien Oliver (Director of Major Projects) (DO)

### **In attendance**

Mr Thomas Arculus (Head of Legal and Estates / Board Secretary) (TA)  
Ms Jessica Willan (Head of Safety and Environment) (JW) Items 2.2, 2.2.1  
Mr William Dunning (Environmental & Sustainability Lead) (WD) Item 2.2.1  
Nina Spencer (Addidat) (NS) Item 2.2.1  
Livvie Kirkbride (Addidat) (LK) Item 2.2.1

## **1. ADMINISTRATION**

### **1.1 Welcome by Chair**

For publication

The Chair welcomed those present to the meeting.

## 1.2 Apologies

None.

## 1.3 Declarations of Interest

None.

## 1.4 Minutes of Lighthouse Board – 24<sup>th</sup> October 2024

Approved.

## 1.5 Log of Actions/Matters Arising

NH described the recent parting of Light Vessel 02's (L/V02) cable and its drifting from the Foxtrot 3 Station soon after 09:30 on Sunday 24<sup>th</sup> November during Storm Bert. Over the next three days the LV drifted NE into the North Sea and Dutch Territorial Waters narrowly passing East Anglia 3 (EA3) wind farm.

THV GALATEA was leaving dry dock in Flushing and was made ready for sea. THV ALERT was mobilised but had to return to Harwich because of the sea state.

Two tugs were chartered from Holland. One stood by the L/V, reported its position, acted as a safety vessel and used its propeller wash to influence the L/V's drift until THV GALATEA took over. The other was used to transfer personnel to the L/V. Concurrently a full response was mobilised appropriate to the prevailing weather conditions. The L/V passed just within 2NM of the EA3 Windfarm and then drifted overnight into Dutch waters towards an oil installation and well head.

In challenging conditions, THV GALATEA and the attending tug managed to transfer six members of THV GALATEA's crew to the L/V and secure a tow late on Tuesday afternoon. THV GALATEA towed L/V02 safely back to Harwich arriving on the Wednesday morning.

Throughout the incident the Operations Centre, DNR and DOps were in communication with HMCG, SOSRep, MCA Counter Pollution, Scottish Power (EA3 Windfarm), DfT and our P&I Club.

An independent review of the reasons for the L/V cable parting and of the actions taken by the team to recover the L/V has been established and outcomes will be shared with the other GLAs.

The Board commended all involved in the recovery, in particular the Marine Operations and SVS teams.

## **2. PERFORMANCE, STRATEGY & VALUES**

### 2.1 Chief Executive's Report and Risk Review

IL presented his report which focussed on staff engagement, planning work for implementation of the Strategy, the Corporate Planning round and preparations for the Multilateral Meeting. He also prepared the way for updates later on the agenda on the Pay Business Case, JSB, GLA co-operation including the Aviation Services Procurement, IALA change of status and Futures Afloat.

## 2.2 Health and Safety Committee Report including DPA Report

CJ and AM have recently made contact with Ron Robson (DfT Appointee to NLB Board) who would like to visit Harwich Depot.

### **[Action: AH to invite Ron Robson to visit the Harwich Depot]**

JW joined the meeting and introduced the H&S Committee Report. There have been two lost time injuries in the reporting period, one in Supplies, one on a vessel.

The number of reports received of incident/near misses has increased, this is deemed as reflective of improved reporting.

There have been no more reports of issues with wood dust in Swansea but this may be due to the recent damp weather conditions. The operator is applying for an expansion of its permit. Our complaints will need to be taken into consideration.

The investigation on the freshwater test failure due to legionella from a dead-end tap, on THV PATRICIA remains underway; full and normal actions have been taken already with disinfection of the ships systems, testing of shore stations that the ship had discharged water to. In addition, a full review of the freshwater management process and procedure is underway. AM spoke about the second meeting of the H&S Committee.

The reported helicopter incident-dropped hook- is a high potential (HiPo) incident and is being treated as such. When the investigation is complete the Committee will recommend it is brought to the Lighthouse Board.

The report on the residual mercury study by Graz University has been circulated to the IGC groups for review and will then be presented to Lighthouse Board. Based on our current understanding TH is below the legal thresholds for mercury exposure.

The new H&S Manager, Steve Cocks, will join next Monday.

### 2.2.1 ESG – Sustainability/ESG Consultant (Addidat) Briefing

The meeting was joined by Mr Will Dunning (WD) (TH Environmental and Sustainability Lead) and Livvie Kirkbride and Nina Spencer from Addidat, the consultancy that has been contracted to assist with developing TH's Sustainability and Social Responsibility Plan.

Addidat started by noting that they have found TH has many strong operational processes for environmental compliance. Nonetheless, they feel this has resulted in a risk-based approach to ESG rather than a more ambitious and innovative industry-leading approach.

They also noted that TH tends to undervalue much of the good work already in place to ensure we have a sustainable future. They cited two examples: research into our operations in marine protected sites and our active apprenticeship programme.

The Board discussed the Addidat report noting that the ExCo had yet to review the proposed recommendations. AH and NH noted that one of the key recommendations would be greater responsibility placed on the Sustainability Working Group and that

revised terms of reference for the group were being drawn up with AH and NH co-chairing.

The Board agreed that TH now needs to establish what non-discretionary work is required to achieve ESG compliance and what further steps need to be taken.

CJ noted that we must not forget the 'people' element of ESG as this is also a key tool for recruitment. He also noted that while the Addidat report notes the high levels of Governance already in place, this too is very important to get right.

WD commented that we have the opportunity to be ambitious due to the strong foundations that exist.

**[Action: AH to establish what non-discretionary work is required to achieve ESG compliance and what future steps need to be taken]**

A question was raised about the links between the GLA and the Corporate Charity . Addidat confirmed they have consulted with the Secretary to the Corporation as part of their work.

### 2.3 Strategy Implementation Plan.

NH gave a short presentation on work underway to develop an implementation plan for the Strategy. He noted the already extensive reporting mechanisms in place across departments that enable progress with current performance objectives to be measured. He indicated where the implementation plan might sit in relation to these already well-established processes with particular emphasis on producing something that enables progress with delivering the strategy to be easily presented to and digested by the Board.

The NEDs' advice was to avoid over-complication if possible.

AH aired some of the challenges related to implementing a new reporting process alongside existing processes (including cognisance of existing management system structures) and it was agreed that these will need to be worked out by ExCo over the coming months.

### 2.4 JSB Meeting debrief

The JSB meeting took place in Edinburgh on 18-19 November. IL attended with VO and LB. AM took over the chairmanship of the JSB at this meeting.

The first day of the meeting consisted of a discussion on the content and affordability of the GLA and GRAD Corporate Plans together with the state of the GLF and reserves within it.

The second day involved useful discussions and updates on Ministerial and Lights Advisory Committee engagement, Aviation Services Procurement, GLA vessel replacement projects, wider GLA cooperation including the future of the Note Verbale, review of the Tri GLA Ship-sharing MoU and Pay.

The JSB also received updates from the Department for Transport, Transport Scotland and the Irish Department of Transport.

### 2.5 Multilateral Meeting debrief

For publication

The Multilateral Meeting attended by the GLAs, GRAD, DfT and the LAC had taken place that morning at the DfT's Great Minster House. The Corporate Plans will now go forward to Ministers following the meeting.

The LAC welcomed the spirit of transparency and openness that now exists between the GLAs and the LAC.

## 2.6 KPI Report

The Board reviewed the monthly KPI report. All KPIs were showing green (within tolerance) with the exception of:

- TH Capital excluding Risk.
- Tri GLA Capital excluding Risk.
- Percentage of work completed for BSL (Commercial).
- Percentage of work completed for BSL (TH).
- Running Costs.

which were all in the red zone.

A discussion followed on the organisational fitness work which has been done to tackle under-delivery of the various capital (mainly marine) programmes and underspending. The ExCo expects that there will be a lag estimated at 2 years before the benefits of this work will show in the KPI reports. This is due to the cycle of business planning whereby it will be 18 months before the changes in the corporate plan will be documented and therefore it is expected that two calendar years will pass before effects will be seen due to the planning cycle.

The NEDs challenged the Executive collectively to reduce the time of this lag.

**[Action: AH to report to Board on measures which will need to be taken to ensure statutory responsibilities can be met during the time it will take to procure a new buoy tender to replace THV Patricia]**

***[Post meeting note – this action was modified by the Lighthouse Board at its meeting on 3 February 2025]***

The Board discussed the effect of L/V02 being off station and noted that would not show on the next KPI report, which draws into question the value of the KPI. NH explained that the relevant KPI (AtoN availability) was set by an IALA standard and measured over 3 years. The Executive has addressed this by introducing an additional report for internal consumption showing the availability statistic over 3 months.

## 2.7 Futures Afloat

### 2.7.1 Futures Afloat Update and IPDC Debrief

The IPDC meeting on 18 November had a positive outcome of 'approval with conditions' resulting in support for TH to procure two ships.

The conditions were to require further work to be done on project assurance and financial securities, which the Futures Afloat team is working on.

The next steps are submission from the Maritime Minister to the Chief Secretary of the Treasury. Separately the Transport Secretary will be briefed.

For publication

In parallel the Cabinet Office spend control team will be approached

Once approval from HMT and Cabinet Office has been given we will be ready to launch the Supplier Questionnaire.

## 2.7.2 Financial Securities and Risk Tolerance Approach Discussion

DO introduced a paper discussing seven different scenarios for builders' refund guarantees (BRGs) and the benefits and problems associated with each.

Yet to be shared with the Board, the Futures Afloat team has developed a 3 dimensional model for assessing capability, track record of yards and financial risk . Based on the verbal update the Board encouraged the further development of this model.

The Board discussed where TH's red line on financial risk tolerance should be drawn.

AM requested that paragraphs 11 and 12 be rewritten so that they set out the Board's level of risk tolerance clearly and the role of the Board.

**[Action: DO to redraft paragraphs 11 and 12 in the BRG discussion paper so that they set out TH's level of risk tolerance clearly and the role of the Board]**

## 2.8 Operations Directorate

### 2.8.1 Operations Directorate Update

AH clarified that BSL does not include deploying new buoys nor visual inspections of buoys where they are not lifted from the water.

THV ALERT has undergone an automation refit and works on the crane. During the refit some issues were identified with the hydraulics resulting in a diminished towing capacity.

Captain Rob Wilson, Head of Marine Assets and Lacey Griffin, Marine Superintendent have started in the Marine Operations team recently and have made an immediate positive impact, showing particular dedication and skill during the L/V02 drift situation. Lacey Griffen had previously served as a TH cadet in the SVS.

Matt Cutting MRICS has joined the Service as Senior Building Surveyor and is devising a civil estate maintenance programme.

AH described work being done on replanning systems updates and modernisation programmes.

LB asked the Executive for an answer to the question "is our estate (including floating assets) degrading, and if so how rapidly?"

**[AH to update the Board on the various steps that are being taken to identify the condition of the estate (including floating assets) and the way ahead consequent to this]**

For publication

AH was requested to arrange for a trend line to be displayed over time on THV PATRICIA reliability reports.

**[Action: AH - future reports will display a trend line over time on vessel availability]**

AH reported that the on-site elements of the Royal Sovereign decommissioning project had been completed. The project is due to be closed in early 2025 following final surveys and payment of the final milestone payment.

### 2.8.2 Update on St Just & Swansea Base

Discussion of this item was reserved for a future date when an update on progress with the lease extension will be provided.

### 2.8.3 Tri-GLA Ship Sharing MoU

The MoU has been renewed by the IGCs and by the JSB following a recommendation to do so in the recent Coordinated Fleet Management Audit (which was awarded a “substantial” rating).

The Board APPROVED the MoU for signature by the Chief Executive.

**[Action: IL to sign Tri-GLA ship sharing MoU]**

*[Post meeting note – the final version for signature will be sent to the Board Secretary by Irish Lights after the Irish Lights Chief Executive has signed it. ]*

## **2.9 Business Services**

### 2.9.1 Business Services Update including YTD Financial Results

Noted.

TD reported that retrospective approval from Cabinet Office is required for a P&I insurance payment to a former employee and disclosure of this as a special payment in the 2024-25 Annual Report as a result of the gross value of the payment.

*[Post meeting note: Via DfT Central Finance, TH received retrospective approval, from Treasury based on the Business Case (“BC”) submitted. The BC focussed on the aspect of the support required and provided by the P&I insurance and the appointed legal advisors to ensure full recovery. In addition, because of the monetary value the TH Special Payment will be disclosed in the DfT Annual Report.]*

### 2.9.2 Annual Summary of Reviewed Policies

Noted.

For publication

AH advised that the Engineering Policy is currently under review and will be an Operations Directorate policy.

### 2.9.3 Corporate Plan Update

TD presented a walkthrough of the various changes made to the final Corporate Plan which was submitted to DfT and the October and November 2024 Lighthouse Board meetings..

The Corporate Plan had that morning been presented at the Multi-lateral Meeting and accepted by the DfT for presentation to the Maritime Minister.

## **2.9 Navigational Requirements**

### 2.9.1 Navigational Requirements Report including Risk Report, Availability Progress Report and Casualty Return

Noted.

### 2.11 People and Culture

#### 2.11.1 People and Culture Directorate Update

The Pay Business Case has been submitted to Cabinet Office. There is provision to make an early interim payment to staff. We have formally made such a request to DfT for 4% backdated to 1<sup>st</sup> August.

The Middle Managers' development programme is now underway and is being well received.

A refresh of the staff induction is underway. Health and Safety is now central to inductions.

Mandatory training rates have improved significantly.

The new intranet, WAVE, is being used and is proving popular.

The Employee Engagement Survey is closing tomorrow. As of today, 65% of staff have completed it.

Currently 17 vacancies exist across the organisation all subject to recruiting campaigns..

#### 2.11.2 Revision of Terms of Reference for the Executive Remuneration Committee (including the name of the committee)

The ToRs have been updated to include all aspects of employee fitness. The ToRs were APPROVED. The new name of the committee is the People and Organisational Development Committee.

### 2.12 IALA Update



For publication

The Board noted the report on progress with the transition to IGO status and the path towards the Singapore General Assembly on 18-21 February 2025.

The MoU with DfT on UK representation at IALA is being finalised. TH and NLB will be jointly accredited as the UK Member State Representative at Council (if the UK is elected to Council).

The DfT will be Lead Delegate at General Assembly with TH and NLB in support.

Also noted that the UK has applied to host World AtoN Day 2025 in London.

### **3 ANY OTHER BUSINESS**

#### **3.1 Board Effectiveness Review**

TA requested any outstanding questionnaires to be sent to him as soon as possible.

#### **3.2 Annual Review of Lead Non-Executive Director ToRs**

The Lead NED ToRs were presented for review by the Board.

The Board was satisfied that the ToRs represent current industry best practice and agreed to APPROVE them without any changes.

#### **3.3 Disposal of 35 and 39 Fronks Road**

Following Executive Committee approval on 12<sup>th</sup> November and out of Committee approval by the NEDs, the Board confirmed its decision to sell 35 Fronks Road and 39 Fronks Road (subject to contract and satisfaction of formalities required under the GLA-DfT Framework Agreement for disposal of real property assets).

No 35 will remain on the market until such time as TH has been notified that the Buyers' solicitor has been instructed to proceed with the transaction.

TA confirmed that neither of the purchasers were 'related parties' in respect of TH, to the best of his knowledge.

### **4. Dates of Forthcoming Meetings**

- ARAC – 16 December
- Lights Finance Committee - 17 December
- Extraordinary Court – 17 December
- Combined Boards Luncheon – 17 December
- LHB – 3 February

**Record of Decisions.**

For publication

1. The Board APPROVED the sale of 35 and 39 Fronks Road Cottages.
2. The Board APPROVED Tri-GLA Ship-Sharing MoU.
3. The Board APPROVED People and Organisational Development Committee ToRS.
4. The Board APPROVED the Lead NED ToRs.
5. The Board AGREED TH's risk tolerance approach to BRG.