

TOTSCO BOARD MEETING SUMMARY

DATE	6 November 2023
LOCATION	Teams
DIRECTORS PRESENT	Dee Cheek (Large Retail Providers Constituency) Andrew Glover (Small Retail Providers Constituency) Nick Holland (Business Focussed Providers Constituency) Shrin Honap (Independent Director) Claudio Pollack (Independent Chair) Jo Prowse (Independent Director) Ben Shaw (Large Retail Providers Constituency) Gita Sorensen (New Infrastructure Providers Constituency)
DIRECTORS ABSENT	Justin Hornby (Medium Retail Providers Constituency)
OTHERS PRESENT	Paul Bradbury (TOTSCo Chief Executive) Rob Bratby (TOTSCo General Counsel) David Halliday (OTA2) Rob Jex (TOTSCo Company Secretary) Jeremy Newman (TOTSCo Governance Advisor) David Norbury (TOTSCo Head of Delivery) – items 2 and 3

AGENDA ITEMS

Preliminary: business of the meeting and approval of the minutes of the Board meeting on 23 October 2023

- 1) Hub Programme Update
- 2) Industry Testing Programme Update
- 3) Risk Management
- 4) External Audit of TOTSCo's 2022/23 Accounts
- 5) Remuneration Committee Membership
- 6) TOTSCo Annual General Meeting
- 7) TOTSCo Membership Application
- 8) Business Users
- 9) Any other business
- 10) Next board meeting

MINUTES

AGENDA ITEM	1
DISCUSSION POINT	Hub Programme Update
CONCLUSION/ RECOMMENDATION	The Board noted an update on the technical and commercial development of the TOTSCo Hub.

AGENDA ITEM	2
DISCUSSION POINT	Industry Testing Programme
CONCLUSION/ RECOMMENDATION	The Board noted that progress on industry testing remained slow. The hub had handled only 530 messages to the beginning of November, while many large CPs still had to complete their initial hub connectivity testing and had given mid to late November dates for the commencement of their Integration Testing.

	<p>The Board endorsed the TOTSCo Industry Readiness Team’s approach which was focussing on providing support for the hub environments for connectivity testing, Integration Testing and Industry Trials through co-ordinating, helping and responding to CPs to support effective testing through to go-live, including defect management, and collating and co-ordinating industry readiness status, risks and issues.</p>
AGENDA ITEM	3
DISCUSSION POINT	Risk Management
CONCLUSION/ RECOMMENDATION	The Board noted a presentation from the Chair of the Audit and Risk Assurance Committee which set out details of how TOTSCo’s risk framework would be established and how risks would be reported to the Board in future.
AGENDA ITEM	4
DISCUSSION POINT	External Audit of TOTSCo’s 2022/23 Accounts
CONCLUSION/ RECOMMENDATION	The Board noted that it was not anticipated that the current external audit of TOTSCo’s 2022/23 accounts would raise any significant issues and that the work was on schedule to allow a signed set of accounts to be circulated to the company’s Annual General Meeting.
AGENDA ITEM	5
DISCUSSION POINT	Remuneration Committee Membership
CONCLUSION/ RECOMMENDATION	The Board noted progress towards establishing the membership of (i) TOTSCo’s Remuneration Committee and (ii) the TOTSCo Committee for the Remuneration of the Independent Chair and Independent Non-Executive Directors.
AGENDA ITEM	6
DISCUSSION POINT	TOTSCo Annual General Meeting (AGM)
CONCLUSION/ RECOMMENDATION	The Board agreed that TOTSCo should communicate the date of the AGM as soon as it had been agreed. It also agreed in principle that invitations to the AGM should be to as wide a group of relevant OTS stakeholders as possible, including all potential hub users and Managed Access Providers.
AGENDA ITEM	7
DISCUSSION POINT	TOTSCo Membership Application
CONCLUSION/ RECOMMENDATION	The Board approved the application for membership of TOTSCo from Shell Energy Retail Limited, a Medium Retail Provider.
AGENDA ITEM	8

DISCUSSION POINT	Business Users
CONCLUSION/ RECOMMENDATION	The Board noted an update on the potential funding of a discrete TOTSCo workstream on business use of the Hub.
AGENDA ITEM	9
DISCUSSION POINT	Any Other Business
CONCLUSION/ RECOMMENDATION	Hub User Agreements: The Board noted an update following the publication of the draft User Agreements and Schedules, for signature by CPs, on 25 October (in TOTSCo Bulletin Number 33).

The next TOTSCo Board meeting will be at 9.30am on Monday 20 November 2023

Glossary

OTS = One Touch Switch

CP = Communications Provider

OTA2 = Office of the Telecommunications Adjudicator

TOTSCo = The One Touch Switching Company Ltd