

TOTSCO BOARD MEETING SUMMARY

DATE	16 April 2024
LOCATION	Teams
DIRECTORS PRESENT	Dee Cheek (Large Retail Providers Constituency) Andrew Glover (Small Retail Providers Constituency) Anne Hoitink (Medium 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	None
DIRECTOR OBSERVING	Jeremy Chelot (New Infrastructure Providers Constituency) (to item 2)
OTHERS PRESENT	Paul Bradbury (TOTSCo CEO) Rob Bratby (TOTSCo General Counsel) David Halliday (OTA2) Rob Jex (TOTSCo Company Secretary) Katharine Wilkinson (TOTSCo Finance Controller) (item 2)

AGENDA ITEMS

Preliminary: welcome to two new Constituency Directors, Anne Hoitink and Jeremy Chelot, business of the meeting and approval of the minutes of the Board meeting on 2 April 2024

- 1) Hub Programme and Industry Testing and Trials Programme
- 2) March 2024 Finance Report
- 3) Managing operational and technical challenges in live running
- 4) One Touch Switch Operations Forum
- 5) Committee Membership
- 6) Audit and Risk Assurance Committee
- 7) Ofcom Section 135 Information Request
- 8) Any other business
- 9) Next board meeting

MINUTES

AGENDA ITEM	1
DISCUSSION POINT	Hub Programme and Industry Testing and Trials Programme
CONCLUSION/RECOMMENDATION	The Board discussed and noted an update from the CEO on the Hub Programme and on the Industry Testing and Trials Programme.
AGENDA ITEM	2
DISCUSSION POINT	March 2024 Finance Report

CONCLUSION/ RECOMMENDATION	The Board discussed and noted a report on TOTSCo’s financial position to 31 March 2024.
AGENDA ITEM	3
DISCUSSION POINT	Managing Operational and Technical Challenges in Live Running
CONCLUSION/ RECOMMENDATION	<p>The Board noted a further update from the CEO on progress towards introducing an appropriate technical mechanism for CPs to communicate with one another on an ad hoc basis on customer issues that could not be resolved within the hub process, for a very limited number of defined cases, upon which he proposed to consult with the OTS Operations Forum (see agenda item 5 below.)</p> <p>The Board noted that the response from CPs had been excellent to the “Information Sessions” that had been arranged to provide CPs with an opportunity to learn more from TOTSCo about its post go-live operation procedures and services. The Board agreed it would be helpful to understand, in due course, whether the sessions were meeting CPs’ needs in this area.</p>
AGENDA ITEM	4
DISCUSSION POINT	One Touch Switch Operations Forum
CONCLUSION/ RECOMMENDATION	<p>The Board AGREED the proposed terms of reference for the OTS Operations Forum (formerly the Industry Operations Working Group), whose purpose would be to collaboratively observe and assess the operation of all aspects of the OTS process and to make recommendations about how this might be improved. Expressions of interest in becoming members of the Forum would be invited from the industry, initially via a TOTSCo Bulletin.</p>
AGENDA ITEM	5
DISCUSSION POINT	Committee Membership
CONCLUSION/ RECOMMENDATION	<p>The Board noted that Anne Hoitink had agreed to succeed Justin Hornby as a member of the TOTSCo Committee for the Remuneration of the Independent Chair and Independent Non-Executive Directors.</p>
AGENDA ITEM	6
DISCUSSION POINT	Audit and Risk Assurance Committee (ARAC)
CONCLUSION/ RECOMMENDATION	<p>Shrin Honap, the Chair of TOTSCo’s ARAC, reported on the second meeting of the Committee on 4 April 2024. ARAC had reviewed in detail the company’s progress on risk mitigation and the rating of risk for the top six major “at launch” risks to TOTSCo.</p>
AGENDA ITEM	7
DISCUSSION POINT	Ofcom Section 135 Information Request

CONCLUSION/ RECOMMENDATION	<p>The CEO reported that Ofcom had issued TOTSCo a formal notice, pursuant to section 135 of the Communications Act 2003, asking the company to provide to the regulator information on the progress of OTS Implementation. The Board AGREED, particularly in the interests of transparency, that the company should, with Ofcom’s agreement, inform stakeholders of the request.</p>
AGENDA ITEM	8
DISCUSSION POINT	Any Other Business
CONCLUSION/ RECOMMENDATION	<p>Trademark: The Board noted that the “TOTSCo Ready” trademark, for use by authorised MAPs, had been formally registered to the company.</p> <p>Appointment of Alternate Directors: The Board noted that Anne Hoytink and Jeremy Chelot were in the process of appointing their Alternate Directors.</p> <p>Gita Sorensen: The Board reiterated its thanks to Ms Sorensen for agreeing to extend her tenure as Board Director to include this meeting, particularly as her successor, Jeremy Chelot, had prior commitments that prevented him attending all of the day’s proceedings.</p>

The next TOTSCo Board meeting will be at 9.30am on Tuesday 30 April 2024

Glossary

OTS = One Touch Switch
 CP = Communications Provider
 MAP = Managed Access Provider
 OTA2 = Office of the Telecommunications Adjudicator
 TOTSCo = The One Touch Switching Company Ltd