

This paper will be considered in public

1 Summary

- 1.1 This paper seeks the Board's approval to proposed revisions to TfL's Standing Orders and the Subordinate Bodies of TfL document, to address:
- (a) changes approved by the Board on 6 November 2013 to TfL's Member-level decision making structures;
 - (b) changes to accommodate arrangements in TfL's proposed Treasury Management Strategy 2014/15;
 - (c) changes to the approval of taxi and private hire related matters;
 - (d) matters of clarification described further in this paper; and
 - (e) changes to the membership of its Committees and Panels.
- 1.2 This paper also outlines potential new regulations on decision making that, if made, would necessitate further changes to Standing Orders.

2 Recommendations

2.1 The Board is asked to:

- (a) waive the requirement for the Rail and Underground Panel to have met four times in 2013/14;**
- (b) approve the changes to the Standing Orders, as set out in Appendix 1 of this paper;**
- (c) approve the changes to the Subordinate Bodies of TfL, as set out in Appendix 2 of this paper, including the membership of Committees and Panels for 2014, as set out in Appendix 3; and**
- (d) authorise General Counsel to implement these changes to Standing Orders with effect from 1 April 2014.**

3 Background

- 3.1 TfL's Standing Orders regulate its proceedings. The Standing Orders are used to determine the decision making structure within TfL, regulate the conduct of the Board and its subordinate bodies and set out delegations and authorities to individuals to take decisions on behalf of TfL, including decisions in respect of incurring expenditure and foregoing income.
- 3.2 TfL is committed to being an open and transparent organisation and to simplifying its decision-making processes.
- 3.3 All proposed changes from the current edition of Standing Orders and the Subordinate Bodies of TfL are marked in the draft revised editions in Appendices 1 and 2 (respectively). Clean copies are available on request. All references to specific Standing Orders in the paper are to the draft revised edition.

4 Rail and Underground Panel 2013/14

- 4.1 Under TfL's Standing Orders, the Rail and Underground Panel is required to meet at least four times a year. The fourth meeting of the Panel in 2013/14 was scheduled for 13 February 2014. That meeting was postponed as industrial action on the Underground was planned to take place that day and the senior staff attending the meeting would have been engaged in managing the service. The industrial action was subsequently called off, but after the meeting had been postponed.
- 4.2 Members were canvassed for alternate dates so that the meeting could be rescheduled. However, as the earliest available dates were in mid-to late March and the Panel is due to meet again on 11 April, the Chair of the Panel agreed that the meeting should not be rescheduled. Therefore, the Board is asked to waive the requirement for the Panel to meet four times in 2013/14.

5 Summary of Changes to the Operation of Committees and Panels

- 5.1 On 6 November 2013, the Board reviewed its Member-level decision making structure in light of the Board and its Committees operating under the meeting provisions of the Local Government Act 1972 (as amended) ("the LGA 1972") since May 2012. The Board noted the positive impact of the new meeting arrangements and other changes that had occurred, which had led to greater transparency in terms of public access to meetings and papers, clearer information on the context and impact of decisions and greater alignment of information between the Business Plan, Budget and quarterly monitoring reports.
- 5.2 To support greater transparency, the Board agreed that from 1 April 2014:
 - (a) the advisory Panels will be treated as if they are subject to the LGA 1972 in respect of meeting in public, the use of Part 1 and Part 2 papers and dispatch of papers five clear working days before the meeting. Additional information will be provided on tfl.gov.uk to reflect these changes and to encourage attendance at meetings;

- (b) to support a simplified decision making process with clear accountabilities, the Projects and Planning Panel will be dissolved and its functions be integrated into the work of the Finance and Policy Committee. To make the agendas manageable and to ensure high quality papers, the Chair of the Committee will have the opportunity to review the draft agenda and papers and raise any issues with officers and members of the Independent Investment Programme Advisory Group before the agenda and papers are finalised. Sufficient time will be provided to enable any issues raised to be addressed before the papers are dispatched for the formal meeting. Other Members will be welcome to attend these discussions;
 - (c) to reflect the wishes of Members that the Safety and Sustainability Panel give more attention to accessibility issues and raise its profile internally and externally, the Panel will be renamed the Safety, Accessibility and Sustainability Panel and its accessibility remit be made more explicit in its terms of reference;
 - (d) to reflect the changing nature of the Crossrail project, progress reports will be submitted to the Finance and Policy Committee and the Board. At an appropriate point, the reporting of Crossrail matters would also be folded into the quarterly Operational and Financial Performance report and in the Rail and Underground Managing Director's Report to the Rail and Underground Panel; and
 - (e) as all meetings of the Committees and Panels will be held in public, the usual venue for meetings will be the Palestra building, except for the Board and Remuneration Committee, which will continue to meet at City Hall.
- 5.3 The impact of these decisions are reflected in changes to Standing Orders so that: the provisions on meetings being held in public (standing orders 21-25) now apply to Panels; references to the Projects and Planning Panel are removed from the Standing Orders and the Subordinate Bodies of TfL and the terms of reference of the Finance and Policy Committee have been expanded; and the Safety and Sustainability Panel is renamed the Safety, Accessibility and Sustainability Panel and its new responsibilities are reflected in the Terms of Reference.

6 Summary of Other Changes to Standing Orders

Public Access and the Dispatch of Papers

- 6.1 Standing order 25(b) has been inserted to allow any person attending the meeting to report on the meeting by any communication methods, during or after the meeting. Inserting this requirement now will enable Standing Orders to comply with the requirements in the draft Openness of Local Government Bodies Regulations 2014 when implemented.
- 6.2 Changes to standing orders 38-40 reflect the stated intention of the Government to make, by April 2014, an appropriate Order under section 8 of the Electronic Communications Act 2000 to enable appropriate bodies to send agendas electronically.

- 6.3 Arrangements in Standing Orders for decisions to be made by written resolution have been removed as they are not compatible with the LGA 1972. A provision relating to the venue of a meeting when Members are attending by telephone or video conferencing facilities has also been removed as the venue for every meeting will be stated on the notice for that meeting.

Taxi and Private Hire

- 6.4 Currently the Board has responsibility for fares and licence fees for hackney carriages and private hire vehicles. It is considered appropriate to delegate some of these matters to the Commissioner or the Managing Director Surface Transport, because they are relatively minor matters and/or may need to be dealt with quicker than is currently possible. Changes are also proposed to accommodate the approvals given by the Board on 5 February 2014 on the annual revision of taxi fares and tariffs.
- 6.5 The effect of the proposed changes to the Standing Orders 99(k) and 130 will be:
- (a) the Board will remain responsible for approving London cab orders setting fares for hackney carriages. It will also retain authority to approve London taxi-sharing scheme orders generally, and fixed-fare taxi-sharing schemes where the fee is more than £20 and the scheme operates on a continuous basis. This change implements the Board decision of 5 February 2014. Approval of fixed-fare taxi-sharing schemes will be delegated to the Managing Director Surface Transport where the fee is £20 or less and the scheme relates to a particular event or is required in exceptional circumstances (e.g. industrial action);
 - (b) the Board will remain responsible for proposals relating to most private hire licence fees. The Board will retain authority for licence and application fees for private hire drivers, operators and vehicles. However, changes to fees for the variation of operator licences will be delegated to the Commissioner or Managing Director Surface Transport; and
 - (c) the Board will still need to approve proposals relating to most application and licence fees (for vehicles and drivers) for hackney carriages. However, changes to test or examination fees will be delegated.
- 6.6 Following a restructuring of the senior team in Surface Transport, the role of Director of Taxi and Private Hire was removed. Therefore, it is proposed that the functions previously delegated to the Director of Taxi and Private Hire should be delegated to MD Surface.

Treasury Management

- 6.7 Elsewhere on the agenda, the paper on TfL's Treasury Management Strategy 2014/15 proposes that changes are made to the processes for approval of financial prospectuses and information memoranda that also require consequential changes to the Terms of Reference of the Finance and Policy Committee.

Compulsory Purchase Orders/Income Generating Land Transactions

- 6.8 It is proposed that, in Standing Order 169, the approval authorities are adjusted to reflect the property market and the increased levels of land values for which Compulsory Purchase Orders are now regularly used by TfL and to link with any relevant Project Authority to enable a degree of flexibility and avoid the position where a Compulsory Purchase Order may have been activated but the final amount (to which TfL is legally committed at the point of activation) exceeds that originally anticipated. Further flexibility is proposed by allowing the Director of Commercial Development to authorise staff at Payband 5 or equivalent to exercise that authority in relation to land compensation claims and income generation.

Project Authority

- 6.9 Changes have been included in Standing Order 178 to clarify the sums to which Project Authority applies and, therefore, the level at which authority should be sought. The proposed change makes it clear that Project Authority should include the initial maintenance or support arrangements for the asset concerned. It is not intended to capture the simple re-let of maintenance or support arrangements subsequently.

Crossrail Project

- 6.10 References to milestones of the project that have passed have been removed from Standing Order 106.

Other changes

- 6.11 The Terms of Reference of the Finance and Policy Committee included the Committee providing advice to the Board on the approval of the Annual Statement of Accounts of the TfL Group. This has been removed as this function is performed by the Audit and Assurance Committee.
- 6.12 The remainder of the changes are proposed to bring clarity and aid interpretation of Standing Orders and to ensure consistent use of the terms in the Glossary.

7 Proposed changes to the Membership of Committees and Panels

- 7.1 With the exception of the Finance and Policy Committee, no changes are proposed to the membership of the Committees and Panels.
- 7.2 The changes to the membership of the Finance and Policy Committee are to add two of the members of the former Projects and Planning Panel, Sir John Armitt CBE and Baroness Grey-Thompson DBE, who were not also members of the Committee and to add Brian Cooke. Roger Burnley is unable to join the Committee at present due to other time commitments.
- 7.3 The proposed changes are included in the revised Subordinate Bodies of TfL and set out in Appendix 3.

8 Draft Openness of Local Government Bodies Regulations 2014

- 8.1 The Department for Communities and Local Government (DCLG) has informally consulted TfL (via the Department for Transport) on draft regulations on the openness of local government bodies.
- 8.2 The changes proposed in relation to rights of access for the media and the reporting of public meetings are straightforward and have been incorporated into standing order 25(b).
- 8.3 However, the regulations also contain some additional requirements for the recording and publications of delegated decisions, which have more significant consequences because of the amount of information which TfL would be required to publish proactively.
- 8.4 The draft Regulations:
- (a) require a written record to be made of any decision that has been delegated to an officer under a specific express authorisation, or under a general authorisation where the effect of the decision is to grant permissions or licences, affect the rights of individuals, award contracts or incur expenditure which materially affects the body's financial position;
 - (b) require that the written records are made available to the public at the relevant body's offices, on their website if they have one, by post if requested and on receipt of payment for copying and postage, and through any other means thought appropriate by the local government body;
 - (c) require the written record to be available for public inspection for at least six years, and any supporting documentation for at least four years; and
 - (d) provide a criminal penalty for non-compliance.
- 8.5 The GLA and TfL have responded to the consultation on the regulations. If made, these regulations will necessitate further changes to TfL's Standing Orders in due course.

List of appendices to this report:

Appendix 1: Draft Standing Orders – showing changes tracked

Appendix 2: Draft Subordinate Bodies of TfL – showing changes tracked

Appendix 3: Membership of TfL, Committees and Panels

List of Background Papers:

Board paper on Board Decision Making Structure: 6 November 2013

Board paper on Taxi Fares and Tariffs: 5 February 2014

DCLG consultation on draft Openness of Local Government Bodies Regulations 2014

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Appendix 1

TRANSPORT FOR LONDON

STANDING ORDERS

From 1 April 2014 Last updated: ~~3 July~~ ~~February~~ ~~March~~ 2014~~3~~

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INTERPRETATION

1. These Standing Orders apply to the TfL Group.
2. The Commissioner, acting on advice from the General Counsel, will determine the final interpretation of any of the provisions of the Standing Orders.
3. In these Standing Orders, the following applies:
 - (a) Words and phrases shall have the meanings set out in the Glossary.
 - (b) References to signatures or signing include the use of electronic signatures provided they are produced in accordance with procedures issued by the General Counsel.
 - (c) Where authority, responsibility or a specific right is given to a named position, the same authority, responsibility or right applies to any person acting in place of that named position.
 - (d) In order for any authority, responsibility or a specific right to be validly given, or any constraint to be validly imposed, using the authority of this Standing Order, it must be in writing and in accordance with any applicable financial procedures issued by the MD Finance.
 - (e) Any amount stated includes all amounts up to and including that stated amount.
 - (f) All amounts stated are exclusive of Value Added Tax.
 - (g) All transactions must be expressed to be governed by English law unless otherwise agreed by the General Counsel or the Director of Legal.
 - (h) A document required to be open for inspection in the Standing Orders shall be so open at all reasonable hours and:
 - i. in the case of a document open to inspection under standing order ~~56758~~, upon payment of such reasonable fee as may be required for the facility; and
 - ii. in any other case, without payment.
 - (i) Where a document is open to inspection by a person under the Standing Orders, the person may:
 - i. make copies of all or take extracts from part of the document; or
 - ii. require the person having custody of the document to supply to him a photographic copy of or extracts from the document,

upon payment of such reasonable fee as may be required for the facility.

- (j) References to Committees in these Standing Orders will apply to any Sub-Committees established by the Board or a Committee from time to time as if that Sub-Committee was a Committee.

PART 1: DECISION-MAKING STRUCTURE AND PROCEEDINGS

Membership

4. [Transport for London TfL](#) shall consist of not less than eight nor more than 17 Members all of whom shall be appointed by the Mayor. If the Mayor chooses to be a Member of TfL he shall appoint not less than seven nor more than 16 other Members.
5. In appointing Members, the Mayor shall have regard to the desirability of ensuring that the Members have between them experience in the following:
 - (a) transport (including in particular the impact of transport on business and the environment);
 - (b) finance and commerce;
 - (c) national and local government;
 - (d) the management of organisations; and
 - (e) the organisation of trade unions or matters relating to workers generally.
6. In addition, the Mayor must ensure that at least two Members are able to represent the interests of the persons living, working and studying in areas outside Greater London that are served by railway passenger services in respect of which TfL carries out functions or is likely to do so.
7. A list of Members will be kept by the General Counsel and will be publicly available.
8. Membership will cease when a Member:
 - (a) has reached the end of his or her appointed term;
 - (b) is removed from office by a written notice from the Mayor; or
 - (c) resigns by written notice given to the General Counsel.
9. As soon as reasonably practicable the Board will be notified of a Member's:
 - (a) appointment or re-appointment;
 - (b) removal from office; or
 - (c) resignation.

Chair/Deputy Chair

10. When the Mayor is a Member the Mayor is the Chair. When the Mayor is not a Member the Mayor is required to designate a Member to be the

Chair. In ~~both~~-either cases the Mayor must designate a Member to be the Deputy Chair.

11. In the absence of the Chair, the Deputy Chair will chair Meetings and otherwise act on behalf of the Chair in respect of all requirements of the Standing Orders. When neither the Chair nor the Deputy Chair is present at a Meeting, those Members present will elect a person to chair the Meeting from amongst themselves.

Secretary

12. The Secretary will be the General Counsel. The General Counsel may appoint one or more assistant secretaries to carry out or facilitate the tasks of the Secretary.
13. The General Counsel is the nominated Officer for receipt of the Mayor's guidance, directions or delegations and will notify such guidance, directions or delegations:
 - (a) to Members at a Meeting as soon as reasonably practicable or individually to Members sooner, if appropriate; and
 - (b) to the Commissioner and such other Officers as the General Counsel considers appropriate.
14. The General Counsel shall ensure that there will be kept at TfL's Head Office a written summary of the rights:
 - (a) to attend ~~meeting~~Meetings of TfL and of ~~committees~~Committees of TfL; and
 - (b) to inspect and copy documents and to be furnished with documents,

which are for the time being conferred by Part 5A of the Local Government Act 1972 and such other relevant legislation.
15. The list maintained under standing order 7, the list maintained under standing order ~~114315~~ and the summary kept under standing order 14 shall be open for inspection by the public at TfL's Head Office.

Quorum

16. No business may be transacted at a Meeting unless a Quorum is present.
17. The Quorum in relation to any resolution is four Members who are entitled to vote.
18. Members participating in ~~the a~~ Meeting by way of telephone or video conferencing facilities count towards the Quorum provided they are entitled to vote.

Attendance by Officers

19. Unless the Board decides otherwise the following persons, or their designated representatives, will be present at Meetings to provide advice:
 - (a) the Commissioner;
 - (b) the General Counsel;
 - (c) the MD Finance; and
 - (d) the Chief Finance Officer.
20. With the Commissioner's agreement other Officers may attend all or any part of a Meeting to provide advice.

Attendance by the public

21. A Meeting shall be open to the public except to the extent that they are excluded under standing order 22 or by resolution under standing order 23.
22. The public shall be excluded from a Meeting during an item of business whenever it is likely, in the opinion of the Chair, that in view of the nature of the business to be transacted or the nature of the proceedings ~~that~~, if members of the public were present during that item, confidential information would be disclosed to them in breach of the obligations of confidence.
23. TfL may by resolution exclude the public from a ~~meeting~~ Meeting during an item of business whenever it is likely, in the opinion of the Chair, that in view of the nature of the business to be transacted or the nature of the proceedings, that if members of the public were present during that item there would be disclosure to them of ~~exempt~~ Exempt ~~information~~ Information.
24. A resolution under standing order 23 shall:
 - (a) identify the proceedings, or the part of the proceedings, to which it applies; and
 - (b) state the description, in terms of the definition of the E exempt I information giving rise to the exclusion of the public, and where such a resolution is passed, the Meeting is not required to be open to the public during proceedings to which the resolution applies.
25. When While at the Meeting is open to the public, ~~the following applies~~:

(a) TfL does not have the power to exclude members of the public from the ~~M~~meeting except to suppress or prevent disorderly conduct or other misbehaviour at ~~at~~the Meeting; ~~and~~

~~(b) TfL shall allow any person to attend the Meeting for the purposes of reporting and allow any persons with the aim or reporting to use any communication methods, including the internet, to publish, post or otherwise share the results of their reporting activities, during or after the meeting; and~~

~~(c) D~~duly accredited representatives of newspapers attending the ~~meeting~~Meeting for the purpose of reporting the proceedings for those newspapers shall, so far as practicable, be afforded reasonable facilities for taking their report and, unless the ~~meeting~~Meeting is held in premises not belonging to TfL or not on the telephone, for telephoning the report at their own expense.

~~(b) . However TfL is not required to permit the taking of photographs of any proceedings or the use of any means to enable persons not present to see or hear any proceedings (whether at the time or later), or the making of any oral report on any proceedings as they take place.~~

Meetings held by telephone or video conferencing facilities

26. With the agreement of the ~~Commissioner before the Meeting, or the Chair at the Meeting,~~ ~~before the Meeting, the Commissioner, M~~members may participate in a Meeting by telephone or by the use of video conferencing facilities provided that:

- (a) all Members present at the Meeting can hear each other and, in relation to public Meetings, can be heard by the public; and
- (b) all Members can effectively participate in the proceedings or alternative arrangements can be made where a Member cannot participate in this way by reason of a disability.

~~All Meetings which involve participation by way of telephone or video conferencing facilities are deemed to take place where the largest group of those participating is assembled. Where there is no largest single group the Meeting is deemed to take place at TfL's Head Office.~~

The ~~c~~Calling, frequency and notification of Meetings

27. Public notice of the time and place of the ~~meeting~~Meeting shall be given by posting it at TfL's Head Office and, if the ~~meeting~~Meeting is to be held at premises other than those offices, at those premises, at least five

clear working days before the ~~meeting~~Meeting or, if the ~~meeting~~Meeting is convened at shorter notice, then at the time it is convened.

28. All ordinary Meetings will:

- (a) be called by the General Counsel;
- (b) have at least 10 working days' notice given before the Meeting date; and
- (c) be held at least six times a year or at such greater frequency as determined by the General Counsel in consultation with the Commissioner.

29. A special Meeting may be called at any time by:

- (a) the Chair;
- (b) the Chair of either the Audit and Assurance Committee or the Finance and Policy Committee;
- (c) the General Counsel, in consultation with the Commissioner; or
- (d) written requisition in accordance with standing order ~~323~~.

30. A special Meeting must be called by the General Counsel after receipt of a written requisition ~~, which that~~ specifies the item(s) to be considered, submitted to the General Counsel by at least four Members. A ~~written~~ requisition can ~~be consist of a single document or two one~~ or more documents. In the latter case the receipt of a document that brings the ~~total~~ number of Members requisitioning a special Meeting to at least four will trigger the requirement ~~that for~~ the General Counsel ~~to calls~~ a special Meeting.

31. Subject to standing order ~~323~~, the notice period for a special Meeting will be determined by the General Counsel, in consultation with the Commissioner, and must be as long a period as ~~is~~ practicable.

32. A special Meeting requested by a written requisition to the General Counsel under standing order ~~312~~ must be held within 10 working days of receipt of the requisition by the General Counsel.

33. Where practicable the General Counsel must notify all Members of the time and place of any Meeting and provide the agenda and any papers for the Meeting to all Members.

Agenda

34. With the agreement of the Commissioner, in consultation with the Chair, any Member may place items on the agenda of an ordinary Meeting ~~by-~~ ~~Written notice of such items must be~~ submitting ~~written notice of such~~

~~items~~ to the General Counsel at least 10 working days before the Meeting.

35. With the agreement of the Commissioner, in consultation with the Chair, any Member may place items on the agenda of a special Meeting ~~by submitting written notice of such items to~~. ~~Written notice of such items must be submitted to~~ the General Counsel as soon as practicable after notification of the Meeting. ~~However t~~The Commissioner's agreement is not required for items to be placed on the agenda of a special Meeting called under standing order ~~34-30~~ provided they were specified in the requisition to the General Counsel.
36. An item of business may not be considered at a ~~meeting~~ Meeting unless either:
- (a) ~~a~~A copy of the agenda including the item (or a copy of the item) is open to inspection by members of the public in accordance with standing order ~~42-41~~ below; or
 - (b) ~~b~~By reason of special circumstances, which shall be specified in the minutes, the Chair is of the opinion that the item should be considered at the ~~meeting~~ Meeting as a matter of urgency.
37. Agenda items which are not considered at a Meeting will be carried forward for consideration at the next ordinary Meeting, unless considered at a special Meeting.

Distribution of papers

38. Agendas and papers may be distributed ~~using by email~~ ~~electronic means~~ where appropriate.
39. The agenda and papers for a Meeting, including those ~~provided by electronic means~~ ~~sent by email~~, will be deemed to have been received on the day ~~following the day~~ ~~after~~ they were sent.
40. Provided that the agenda and/or papers for a Meeting have been dispatched in accordance with the Standing Orders, ~~or by an alternative method specified by the General Counsel~~, their non-receipt by any Member shall not invalidate the business transacted at that Meeting. ~~The General Counsel may vary the dispatch of the agenda and/or papers for a Meeting from that set out in the Standing Orders. If this is done their non-receipt by any Member shall not invalidate the business transacted at that Meeting.~~

Availability of agendas and papers

41. Copies of the agenda ~~or any report~~ for a ~~meeting~~ Meeting ~~and copies of any report for the meeting~~ (subject to standing order ~~4847~~) shall be open

to inspection by members of the public at TfL's Head Office in accordance with standing order ~~43~~42.

42. Any document which is required by standing order ~~42-41~~ to be open to inspection shall be so open at least five clear working days before the ~~meeting~~Meeting, except that—:
- (a) where the ~~meeting~~Meeting is convened at shorter notice, the copies of the agenda and reports shall be open to inspection from the time the ~~meeting~~Meeting is convened; and
 - (b) where an item is added to an agenda, copies of which are open to inspection by the public, copies of the item (or of the revised agenda) and copies of any report for the ~~meeting~~Meeting relating to the item, shall be open to inspection from the time the item is added to the agenda,

however, copies of any agenda, item or report shall not be open for inspection by the public until copies are available to Members.

43. If copies of the whole or part of a report for a ~~meeting~~Meeting are open to inspection by members of the public:—
- (a) those copies shall each include a copy of a list, compiled by the General Counsel, of the background papers for the report or the part of the report; and
 - (b) at least one copy of each of the documents included in that list shall also be open to inspection at TfL's Head Offices.

44. Background papers for a report are those documents relating to the subject matter which:

- (a) disclose any facts or matters on which, in the opinion of the General Counsel, the report or an important part of the report is based; and
- (b) has, in the opinion of General Counsel, been relied on to a material extent in preparing the report.

but does not include any published works.

~~44.45.~~ Where a copy of any background papers for a report is required to be open for inspection by members of the public, the copy shall be taken to be so open if arrangements exist for its production to members of the public as soon as is reasonably practicable after the making of a request to inspect the copy.

~~45.46.~~ Nothing in standing order ~~45~~45:

- (a) requires any document which discloses ~~exempt~~ Exempt information to be included in the list referred to in standing order 4443; or
- (b) ~~is without prejudice to the generality of standing order 60~~ requires or authorises the inclusion in the list of any document which, if open to inspection by the public, would disclose eConfidential information ~~in breach of the obligation of confidence, within the definition.~~

~~46.—The General Counsel shall exclude from the copies of reports provided under standing order 43, the whole or part of any report which contains Confidential Information and may exclude from the copies of reports provided under standing order 43, the whole or part of any report which, in the opinion of the General Counsel, contains Exempt Information. Any such information shall: Background papers for a report are those documents relating to the subject matter which:~~

- ~~(a) disclose any facts or matters on which, in the opinion of the General Counsel, the report or an important part of the report is based; and~~
- ~~(b) has, in his the opinion of General Counsel's opinion, been relied on to a material extent in preparing the report,~~

~~— but does not include any published works.~~

~~47. If the General Counsel thinks fit, there may be he may excluded from the copies of reports provided under standing order 44, the whole or part of any report which, or any part which, relates only to items that will be discussed when, in his opinion, the during which, in his opinion, the mMeeting is unlikely not to be open to the public. In this is the case every copy of the report or of the relevant part of the report shall:~~

- (a) be marked 'Not for publication'; and
- (b) shall explain with reference to the definition of Confidential or Exempt Information why the information is not available to the public. contain the description in terms of the definition of exempt information by virtue of which the members of the public are likely to be excluded during the item to which the report relates.

48. Where at the Mmeeting is open to the public, during the proceedings or any part of them, there shall be made available for the use of the members of the public present at the meeting Meeting a reasonable number of copies of the agenda and subject to standing order 4847, of the reports for the meeting Meeting.

49. Where the ~~M~~meeting is open to the public, during the proceedings or any part of them, there shall, on request and on payment of postage or other necessary charge for the transmission, be supplied for the benefit of any newspaper:-
- (a) a copy of the agenda for a ~~Meeting-meeting~~ and subject to standing order ~~4847~~, a copy of each of the reports for the ~~M~~meeting;
 - (b) such further statements or particulars, if any, as are necessary to indicate the nature of the items included in the agenda; and
 - (c) if the General Counsel thinks fit in the case of any item, copies of any other documents supplied to Members in connection with the item.

Voting

50. At any Meeting, decisions may be taken by:
- (a) common consent of the voting Members;
 - (b) the agreement of more than half of the voting Members present, determined either by oral expression or a show of hands; or
 - (c) a second or casting vote of the Chair if ~~the a voting vote on any question~~ is tied.
51. The names and votes of Members voting shall not normally be recorded in the minutes, however:
- (a) any Member may require that ~~their-his or her~~ own vote be recorded; and
 - (b) any four Members may require the recording of the names of Members who voted (and how they voted) and the names of Members who abstained.

Written resolutions

- ~~52. A written resolution will be as valid and effectual as if it had been passed at a Meeting provided:~~
- ~~(a) at least eight Members vote as indicated by their signature on one or more resolution documents which provide scope for acceptance or rejection of the resolution;~~
 - ~~(b) it is supported by at least 75 per cent of the Members who voted; and~~
 - ~~(c) a process for the use of the written resolution procedure is followed as determined on each occasion by the General Counsel, in consultation with the Commissioner.~~

Minutes and action lists

~~53-52.~~ Minutes shall be kept of all Meetings and shall include the names of the Members present.

~~54-53.~~ Draft minutes will be agreed with the Commissioner, except for draft minutes of Committees and Advisory Panel ~~meeting~~ Meetings which will be agreed with the relevant Chair. Action lists will be circulated by the General Counsel to Chief Officers and other relevant Officers within 10 working days of a Meeting or as soon as reasonably practicable thereafter.

~~55-54.~~ The draft minutes of Meetings will be circulated with the agenda for the next ordinary Meeting.

~~56-55.~~ Minutes of all Meetings shall be signed by either:

- (a) the Chair of the Meeting to which the minutes relate; or
- (b) the Chair of any subsequent Meeting at which the minutes are approved as a correct record.

~~57-56.~~ As soon as is reasonably practicable after a ~~meeting~~ Meeting, the following documents shall be open to inspection by members of the public at TfL's Head Office until the expiration of the period of six years beginning with the date of the ~~meeting~~ Meeting, ~~namely~~:

- (a) the minutes, or a copy of the minutes, of the ~~M~~meeting, excluding ~~so much of the any~~ minutes recording parts of the Meeting which were of proceedings during which the meeting was not open to the public ~~to protect disclosure of as discloses E~~ exempt ~~I~~ information;
- (b) where applicable, a summary under standing order ~~59587 below~~;
- (c) a copy of the agenda for the ~~M~~meeting; and
- (d) a copy of ~~so much of~~ any report for the ~~meeting~~ Meeting as relates relating to any item during which discussed while the ~~meeting~~ Meeting was open to the public.

~~58-57.~~ Where, in consequence of the exclusion of parts of the minutes which disclose ~~exempt~~ Exempt ~~I~~ information, the document open to inspection under standing order ~~58576~~ (a) above does not provide members of the public with a reasonably fair and coherent record of the whole or part of the proceedings, the General Counsel shall make a written summary of the proceedings or the part, as the case may be, which provides such a record without disclosing the ~~exempt~~ Exempt ~~I~~ information.

~~59-58.~~ [Subject to standing order 465](#), ~~Background-background~~ papers are to be open for inspection for a period of four years beginning with the date of the ~~meeting~~Meeting.

Members' Interests

~~60-59.~~ The General Counsel is appointed as the proper officer under [standing order paragraph 13\(10\)](#) of Schedule 10 to the GLA Act and is required to maintain a register of all Interests disclosed by Members. The register will be made available to the public.

~~64-60.~~ If a Member has any Interest (including any Interest recorded on the above mentioned register) in any matter that is brought up for consideration at a Meeting, the Member shall disclose the nature of the Interest to the Meeting ~~where the matter is to be discussed~~.

~~62-61.~~ No Member will be excluded from any Meeting where a matter in relation to TfLTPF, including TfL Trustee Company Limited, is being considered, solely on the grounds of a conflict of Interest based on either:

- (a) TfL's role as principal employer of TfLTPF; or
- (b) that ~~individual's~~ [Member's](#) membership of the TfLTPF.

~~63-62.~~ ~~A d~~Disclosure of an Interest by a Member will be recorded in the minutes and should be made either:

- (a) at the Meeting; or
- (b) prior to the Meeting by written notice to the General Counsel.

~~64-63.~~ Following ~~any~~ disclosure of an Interest by a Member:

- (a) that Member will not take any part in any deliberation or decision of the Board in relation to any matter to which the Interest relates; and
- (b) that Member will be excluded from that part of any Meeting at which that matter is under consideration, except where ~~that~~ [the relevant](#) part of the Meeting is open to the public.

~~65-64.~~ [Standing order 643](#) is subject to the Mayor's power under [The exception to standing order 65](#) is when the Mayor decides that the number of Members affected is such as to impede the conduct of business and so chooses to exercise the power under [standing order paragraph 13\(3\)](#) of Schedule 10 to the GLA Act ~~and to~~ allow any or all of the affected Members to participate [if the number of Members that would be affected is so great a proportion of the whole as to impede the transaction of business.](#)

~~66-65.~~ When the Mayor ~~decides to~~ exercises the power referred to in standing order ~~65466~~, the circumstances in which the Mayor has done so will be recorded in the minutes of the ~~relevant m~~Meeting.

Reporting by Officers

~~67-66.~~ The following persons will be entitled to report directly to, or raise any matter within their professional jurisdiction with, the Board and/or the Chair:

- (a) Commissioner;
- (b) MD Finance;
- (c) Chief Finance Officer;
- (d) General Counsel;
- (e) Director of Internal Audit; and
- (f) external auditors.

~~68-67.~~ The Commissioner will submit a report to each ordinary Meeting.

Access to advice and documents by Members, Chief Officers and Committees

~~69-68.~~ With the agreement of the Commissioner, legal or other appropriate external advice of a non-personal nature may be obtained by the following persons or Committees:

- (a) Members;
- (b) the Audit and Assurance Committee;
- (c) the Finance and Policy Committee;
- (d) Chief Officers; and
- (e) the Chief Finance Officer.

~~70-69.~~ ~~In the event that~~Where any advice referred to in standing order ~~70-698~~ concerns the Commissioner, the agreement of the General Counsel must be obtained.

~~71-70.~~ The advice referred to in standing order ~~69870~~ must not be ~~such as that~~ which could be reasonably obtained from within TfL and must relate to a matter reasonably required for the discharge of relevant duties in respect of the Board and/or the Subordinate Bodies.

~~72-71.~~ Where any person or Committee seeks advice under standing order ~~69870~~ they will give written notice, as soon as practicable, to the General Counsel stating:

- (a) that advice has been sought;
- (b) the subject of that advice;

- (c) from whom the advice has been sought; and
- (d) the likely cost of such advice.

Subordinate Bodies

~~73-72.~~ In addition to Subsidiary Companies, the Board may establish Committees, Sub-Committees, Panels and other bodies permitted by Schedule 10 to the GLA Act (~~These bodies are referred to as "Subordinate Bodies"~~) in the Standing Orders.

~~74-73.~~ The Board has established the following Subordinate Bodies as Committees of the Board on a standing basis:

- (a) Audit and Assurance Committee
- ~~(a)~~ Finance and Policy Committee;
- ~~(b)~~ Audit and Assurance Committee; and
- (c) Remuneration Committee.

~~75-74.~~ The Board has established the following Subordinate Bodies as Panels on a standing basis to advise and support the work of the Board and its Committees:

- ~~(a)~~ Projects and Planning Panel;
- ~~(b)~~(a) Rail and Underground Panel;
- ~~(c)~~(b) Safety, Accessibility and Sustainability Panel; and
- ~~(d)~~(c) Surface Transport Panel.

~~76-75.~~ The Panels referred to in standing order ~~75476~~ are advisory and are not ~~constituted as~~ Committees of the Board or ~~as~~ Sub-Committees of any ~~such~~ Committee of the Board.

~~77-76.~~ The terms of reference, executive or advisory status, status for the purposes of Part 5A of the Local Government Act 1972 procedure, membership, Chair, Quorum, frequency of meetings, reporting arrangements, and secretarial arrangements of the Subordinate Bodies ~~referred above~~ are set out in the Subordinate Bodies of TfL document.

~~78-77.~~ Committees may establish further Subordinate Bodies in a form permitted by Schedule 10 to the GLA Act subject to the approval of, and to any conditions imposed by, the Board.

~~79-78.~~ The Board or a Committee shall determine the following in respect of any Subordinate Body it establishes:

- (a) terms of reference;
- (b) whether of it has an executive or advisory status;

- (c) its status for the purposes of Part 5A of the Local Government Act 1972;
- (d) membership;
- (e) the Chair;
- (f) Quorum;
- (g) frequency of meetings;
- (h) procedural or reporting arrangements; and
- (i) secretarial arrangements.

~~80-79.~~ Where a Committee includes persons who are not Members, those persons may not vote.

~~81-80.~~ The provisions of ~~these~~ Standing Orders will apply to Committees except that references to:

- (a) the Board shall refer to the Committee;
- (b) Meetings shall refer to meetings of the Committee;
- (c) the Chair and Deputy Chair shall refer to the Chair and Vice Chair of the Committee;
- (d) Members shall refer to members of the Committee; and
- (e) the Secretary shall refer to the Secretary of the Committee.

~~82-81.~~ The provisions of ~~these~~ Standing Orders may apply to Panels (to the extent appropriate) as determined by ~~the~~ General Counsel from time to time.

~~83-82.~~ The Chair of any Committee (or the Vice Chair in the Chair's absence) may appoint, with the agreement of the Chair of TfL, an additional member or members to that Committee. ~~This-Any such appointments~~ will be reported to the Board at the next ordinary Meeting.

~~84-83.~~ All Members may attend any Committee or Panel ~~meeting~~Meeting but they may only vote at the ~~meeting~~Meeting if they are members of the relevant Committee.

~~85-84.~~ Any Member may submit a request to the General Counsel to receive the agenda, papers and/or minutes relating to ~~meetings~~Meetings of any Committees, Sub-Committees and Panels of which he or she is not a ~~member~~Member. The General Counsel shall provide the requested documents to that Member ~~at the same time as~~when they are provided to ~~members~~Members of the relevant Committee, Sub-Committee or ~~Advisory~~Panel.

Amendments to Standing Orders

~~86-85.~~ The General Counsel, or any other Officer nominated by the General Counsel, is authorised to make any amendment to the Standing Orders necessary to reflect:

- (a) any change in membership of, or advisers to, the Board, Committees or Panels;
- (b) any change in Postholders or titles or responsibilities of Officers; or
- (c) any decisions of the Board.

Members' rights to inspect documents

~~87-86.~~ Subject to standing order ~~89890~~, and A Member may, solely for the purposes of exercising his or her functions as a Member ~~and for no other reason~~, a Member may inspect any document or class of documents in the possession of any part of the TfL Group.

~~88-87.~~ A Member wishing to inspect a document or class of documents under standing order ~~87688~~ must apply to the Commissioner or the General Counsel specifying the reason(s) for wishing to inspect a particular document or class of documents. .

~~89-88.~~ Standing order ~~89890~~ shall not extend to documents which are held by TfL in its capacity as administrator of TfLPF.

~~90-89.~~ The Commissioner or the General Counsel, or their nominated representative, may decline to allow inspection of any document or class of documents which:

- (a) is not considered to be reasonably required for the exercise of the Member's functions s as a Member;
- (b) ~~are~~is, or would be, protected by privilege in the event of legal proceedings, if it is reasonably considered necessary to protect the interests of the TfL Group; or
- (c) relates to a matter in which the Member has an Interest.

~~91-90.~~ If determined appropriate, the inspection and/or copying of a document or class of documents by a Member may be subject to the Member first giving an undertaking, in a form reasonably required by the General Counsel or the Commissioner, as to confidentiality and subject to any other conditions and/or requirements as the General Counsel or the Commissioner may require.

~~92-91.~~ A Member must not knowingly apply to inspect, or request a copy of, any document or class of documents relating to a matter in which the Member has any Interest, including any Interest not yet declared, ~~under standing order~~.

~~93-92.~~ Any document which is in the possession or under the control of TfL and contains material relating to any business to be transacted at a ~~meeting~~ Meeting of TfL or a ~~committee~~ Committee or ~~Ssub-C~~ Subcommittee or ~~Panel~~ shall, subject to standing orders ~~94395~~ and ~~95496~~, be open for inspection by any Member.

~~94-93.~~ Standing order ~~93294~~ does not require ~~the a~~ document to be open to inspection if it appears to the General Counsel ~~that it to~~ discloses ~~exempt~~ Exempt information Information.

~~95-94.~~ ~~However standing order 9~~ Standing order ~~93294~~ does require (despite ~~standing order 95~~) does not require ~~the a~~ document to be open to inspection if the information ~~contained within the document is information of a description for the time being falling~~ falls within the exemptions referred to in Part 5A of the Local Government Act 1972.

Sealing and execution of documents

~~96-95.~~ The application of the TfL seal will be authenticated by the signature of any one of the following persons:

- (a) the Commissioner;
- (b) a Chief Officer;
- (c) any other Officer or other person specifically or generally authorised by the Board;
- (d) General Counsel; or
- (e) any other Officer with the written consent of the General Counsel.

~~97-96.~~ Any of the following Officers are authorised, subject to the constraints of the Standing Orders, to sign contracts or other documents on behalf of any part of the TfL Group:

- (a) the Commissioner;
- (b) a Chief Officer;
- (c) General Counsel; or
- (d) any other Officer with the written consent of a Chief Officer or General Counsel.

PART 2: SCHEME OF DELEGATION

Matter reserved to the Board for determination

~~98-97.~~ The following matters within standing orders 998 to 1087 are reserved to the Board for determination.

Strategic guidance

~~99-98.~~ Provision of strategic guidance to the Commissioner to facilitate:

- (a) the implementation of the Mayor's Transport Strategy; and
- (b) the provision of safe, efficient, integrated and economic transport facilities and services to, from and within Greater London.

Approvals

~~100-99.~~ Approval of:

- (a) TfL's Business Plan;
- (b) the TfL Group Budget;
- (c) the Annual Statement of Accounts of the TfL Group;
- (d) the Annual Report for the TfL Group;
- (e) Transactions valued over £100-million except where otherwise specified by under this Standing Order 101;
- (f) budgeted Projects valued over £100-million and unbudgeted Projects valued over £25-million;
- (g) proposals to amend the Standing Orders except for those amendments made in accordance with standing order 86587;
- (h) proposals for schemes under the GLA Act for the transfer of any of the following (prior to submission to the Mayor):
 - (i) property, rights and liabilities between TfL and its Subsidiary Companies or between its Subsidiary Companies; or
 - (ii) key system assets;
- (i) proposals to promote or oppose local Bills in Parliament (and approval to obtain the GLA's written consent as required by the GLA Act);
- (j) proposals to make an application for or an objection to an order under the Transport and Works Act 1992 (and approval to obtain the Mayor's written consent as required by the GLA Act);
- (k) proposals to make, amend or revoke:
 - (i) London cab orders, to the extent they prescribe fares and licence fees for hackney carriages;

- ~~(i)~~(ii) London taxi sharing scheme orders, to the extent that they prescribe fares for hackney carriages, but in relation to a fixed-fare taxi-sharing scheme, only to the extent that they prescribe a fare in excess of £20-pounds, but excluding all such schemes operating on a continuous basis; and
- ~~(ii)~~(iii) regulations under the Private Hire Vehicles (London) Act 1998, to the extent that they prescribe vehicle licence or application fees, driver licence or application fees and operator licence or application fees, but excluding fees for the variation of operator licences;
- (l) proposals to amend vehicle licence or application fees and driver licence or application fees in relation to hackney carriages, excluding test or examination fees;
- ~~(k)~~(m) proposals to make, amend or revoke any other regulations or byelaws, except for those London cab orders and regulations under the Private Hire Vehicles (London) Act 1998 that are specifically delegated to other Officers pursuant to standing orders 1340 and 14039;
- ~~(m)~~(n) the principle of making a compulsory purchase order (but not the actual making, withdrawing or amending of any specific order, which is delegated to Officers pursuant to standing order 1398440);
- ~~(n)~~(o) proposals to enter into arrangements with one or more local authorities for the joint discharge of functions, including approval of the appointment and terms of reference of any joint committee;
- ~~(o)~~(p) annually, Prudential Indicators (including the authorised limit for borrowing);
- ~~(p)~~(q) annually, the Treasury Management Strategy; and
- ~~(q)~~(r) annually, any borrowing and investment (including derivatives) strategies.

Appointments and Removals

~~101.100.~~ Appointment and removal of:

- (a) ~~M~~members of ~~the~~ Subordinate Bodies listed in standing order ~~74375~~ and ~~75476~~, except where the procedure set out in standing order ~~83284~~ is used;
- (b) directors of Subsidiary Companies (but not directors of subsidiaries of those companies (see standing order ~~12402~~)) provided that the Board will only appoint and remove directors of TfL Trustee

Company Limited whose appointment is reserved to TfL under the trust deed and rules of TfLPPF;

- (c) directors of Associate or Joint Venture Companies who are subject to appointment by TfL (but not directors of an Associate or Joint Venture Company within the responsibility of a Subsidiary Company (see standing order [1240422](#)));
- (d) advisers to Subordinate Bodies, upon the recommendation of the Commissioner; and
- (e) the following Officers:
 - (i) the Commissioner;
 - (ii) the Chief Finance Officer;
 - (iii) the General Counsel; and
 - (iv) the Director of Internal Audit.

Delegations

~~402.101.~~ Delegation of any of TfL's functions to:

- (a) Subordinate Bodies;
- (b) Members;
- (c) Officers; or
- (d) Subsidiary Companies.

Subsidiary Companies and Associate or Joint Venture Companies

~~403.102.~~ Formation, dissolution or disposal by TfL or any Subsidiary Company of any:

- (a) Subsidiary Company; or
- (b) Associate or Joint Venture Company.

~~404.103.~~ Acquisition or disposal by TfL or any Subsidiary Company of more than 25 per cent of the shareholding of any company.

Consideration of reports

~~405.104.~~ Consideration of:

- (a) a statutory report, relevant to TfL, from the GLA Monitoring Officer;
- (b) a statutory report from the Chief Finance Officer;
- (c) public interest reports, advisory notices and prohibition notices issued by TfL's external auditors; and
- (d) reports of the Ombudsman where there has been a finding that injustice has been caused in consequence of maladministration.

Specific policy matters

~~406-105.~~ Establishment and review of the following policies for TfL:

- (a) a Treasury Management Policy Statement (covering both borrowing and cash investment);
- (b) policies regarding the exercise of power to issue guarantees and indemnities associated with guarantees;
- (c) policies regarding the exercise of power to give financial assistance; and
- (d) policies regarding the exercise of power to enter into derivative investments.

Crossrail Project

~~407-106.~~ The following matters relating to the Crossrail Project:

- (a) Approval of and amendment to the delivery strategy that sets out how CRL intends to deliver the Crossrail Project;
- ~~(b) a review of CRL's implementation of the Crossrail Project at all formal review points and approval of the issuance of a Positive Project Review Notice following each formal review point;~~
- ~~(c)(b)~~ the provision of any guarantee (or other form of credit support) to CRL that exceeds £100 million;
- ~~(d)(c)~~ approval of any change of or amendment to the Sponsor's Requirements and responding to any change to the Sponsor's Requirements requested by any person, including CRL;
- ~~(e) approval of the final version (prior to their execution) of each of the Principal Project Documents and the fit-out agreement relating to Woolwich station;~~
- ~~(f)(d)~~ approval of any amendments, variation or modification to or waiver in respect of the Principal Project Documents over £50 million;
- ~~(g)(e)~~ any other matter expressly provided for in the Principal Project Documents as requiring the approval of TfL;
- ~~(h)(f)~~ such other matters that are reserved to the Sponsor Board under the Core Agreements or otherwise as TfL and the Secretary of State for Transport agree in writing from time to time;
- ~~(i)(g)~~ whether or not to exercise the TfL put option pursuant to the ~~core~~ Core Agreements;
- ~~(j)(h)~~ the acquisition or disposal by CRL (whether in a single transaction or series of transactions) of any business (or any material part of any business) or any shares in any company;
- ~~(k)(i)~~ approval of the appointment of non-executive directors to the CRL Board, including its non-executive Chair, and the Chief Executive Officer of CRL;

~~(j)~~ the creation of any encumbrance (such as a mortgage or other security) in respect of any part of CRL's undertaking, property or assets;

~~(k)~~ any proposal to wind up CRL (or similar proceedings); and

~~(l)~~ any other matter that is a Specified Matter under the Sponsors Agreement and so reserved to the Sponsors, acting through the Sponsor Board.

Other

~~107.~~ Disposal or transfer of the whole or any part of TfL's or a Subsidiary Company's Undertakings when the number of staff involved exceeds 100.

Delegation

Introduction

~~108.~~ Subject to any express provision contained in the GLA Act or a subsequent Act, the Board may arrange for any of TfL's functions to be discharged on its behalf by:

- (a) any Committee or Sub-Committee;
- (b) any wholly owned Subsidiary Company;
- (c) any Member or Officer; or
- (d) any body of Members or Officers, or Members and Officers.

~~109.~~ The exercise of any delegated authority conferred by the Board under this Standing Order ~~or otherwise~~ is subject to:

- (a) any restrictions imposed by or in accordance with law;
- (b) the Scheme of Authorities [in Part 3](#) and all other provisions of ~~these~~ Standing Orders;
- (c) any conditions imposed by the Board, the Commissioner, or any Committee with authority to impose conditions; [and](#)
- (d) all other applicable policies and procedures.

~~110.~~ A [delegation granted by the Board otherwise than by the Standing Orders \(for example, an ad hoc delegation made for a particular purpose\) takes precedence over a delegation granted by the Standing Orders and a specific delegation granted by these](#) Standing Orders [\(for example, those granted by paragraphs 1340-1443\)](#) takes precedence over a general delegation granted by ~~these~~ Standing Orders.

~~111.~~ Only Subordinate Bodies that are Committees may sub-delegate functions pursuant to ~~these~~ Standing Orders. An Officer exercising

delegated functions under these Standing Orders may not sub-delegate those functions to another Officer or body of Officers.

~~413.112.~~ Arrangements made pursuant to these Standing Orders by the Board or a Committee to delegate the discharge of any of TfL's functions shall not prevent that body from exercising those functions itself.

~~414.113.~~ TfL shall maintain a list:

- (a) specifying those powers of TfL which, for the time being, are exercisable from time to time by ~~Officers of TfL~~ in pursuance of arrangements made under the Local Government Act 1972 or any other enactment for their discharge by those ~~Officers~~; and
- (b) stating the title of the ~~officer~~ Officer by whom each of those powers so specified is for the time being so exercisable but not an ~~officer~~ Officer by whom such a power is exercisable at least partly as a result of sub-delegation by any ~~officer~~ Officer.

Chair

~~415.114.~~ In situations of urgency, the Board delegates to the Chair the exercise of any functions of TfL on its behalf provided that, prior to doing so, the Chair shall as far as practicable consult with or arrange for consultation with Members who can be readily contacted. Any Chair's action using the authority of this standing order must be reported to the next ordinary Meeting.

Committees and Panels

~~416.115.~~ The Board delegates to each Committee the discharge of any functions of TfL that fall within its terms of reference, except for those functions reserved to the Board.

~~417.116.~~ The Board delegates to each Panel the discharge of any functions of TfL that fall within its terms of reference, except for those functions reserved to the Board and with the proviso that the Panels are solely advisory.

~~418.117.~~ Where the Board has delegated a function to a Committee, the Committee may delegate the discharge of that function to:

- (a) any Sub-Committee of that Committee;
- (b) any Member or Officer; or
- (c) any body of Members or Officers, or Members and Officers.

~~419.118.~~ Where the Board or a Committee delegates the discharge of a function to a Sub-Committee under any express provision contained in

the GLA Act, the Sub-Committee may delegate the discharge of that function to:

- (a) any Member or Officer; or
- (b) any body of Members or Officers, or Members and Officers.

Subsidiary Companies

General

~~420.119.~~ The Board delegates to each Subsidiary Company the discharge of any functions of TfL relevant to that Subsidiary Company's role and responsibilities within the TfL Group, except for those functions reserved to the Board.

~~424.120.~~ The Board ~~also~~ authorises Subsidiary Companies to appoint and remove the directors of their own subsidiaries and those directors of Associate or Joint Venture Companies within their responsibility.

LBSL

~~422.121.~~ The Board delegates to LBSL the discharge of TfL's functions under:

- (a) sections 181 and 183 of the GLA Act, relating to the determination of the London Bus Network and addition or variation of a network service;
- (b) sections 185 to 190 of the GLA Act, relating to the grant of London Service Permits; and
- (c) section 104 of the London Passenger Transport Act 1934, conferred on TfL by section 301 of the GLA Act, relating to the erection of bus shelters on the public highway.

LBSL, LUL, DLR and RfL

~~423.122.~~ The Board delegates to LBSL, LUL, DLR and RfL the discharge of TfL's functions under ~~standing order~~[paragraph](#) 1(1) of Schedule 17 to the GLA Act, relating to the authorisation of persons to collect penalty fares.

Commissioner, Chief Officers and other Officers

General delegation to Commissioner

~~424.123.~~ The Board delegates to the Commissioner the discharge of any functions of TfL, except for functions reserved to the Board or specifically delegated to other bodies or Postholders by ~~these~~ Standing Orders or otherwise.

General delegation to Chief Officers

~~125-124.~~ The Board delegates to each Chief Officer the discharge of any functions of TfL in respect of matters for which that Chief Officer has responsibility:

- (a) across the TfL Group;
- (b) in a managerial position; and/or
- (c) in a professional position;

except for functions reserved to the Board or specifically delegated to other bodies or Postholders by the Standing Orders or otherwise.

~~126-125.~~ In the absence of anyone occupying the post of any specific Chief Officer, either on a permanent or temporary basis, the Commissioner may designate one or more other Officers to discharge any functions delegated to that Chief Officer under the Standing Orders. However, this ~~is not intended to~~ does not limit the effect of standing order 3(c) which ~~would~~ automatically allow a person acting in the post to discharge the functions delegated to that Chief Officer.

~~127-126.~~ The authority delegated to Chief Officers pursuant to ~~the above~~ standing orders ~~1254126 and 1265127~~ is concurrent with the authority delegated to the Commissioner and may not be exercised by a Chief Officer in respect of any matter where the Commissioner has either exercised, or given a written indication of his intention to exercise, his delegated powers.

General delegation to other Officers

~~128-127.~~ Subject to satisfying the conditions in ~~the following standing order~~ standing order 1298130, the Board delegates to each Officer (other than the Commissioner or a Chief Officer) the discharge of any functions of TfL in respect of matters for which that Officer has responsibility:

- (a) across the TfL Group;
- (b) in a managerial position; and/or
- (c) in a professional position;

except for functions reserved to the Board or specifically delegated to other bodies or Postholders by the Standing Orders or otherwise.

~~129-128.~~ An Officer may only exercise delegated authority pursuant to ~~the above~~ standing order ~~1287129~~ in relation to a matter if:

- (a) the Chief Officer to whom the Officer reports has also been delegated authority in relation to that matter; and

- (b) the Officer has obtained the written consent of that Chief Officer (or in the absence of that Chief Officer, the Commissioner) to the exercise of that delegated authority.

~~430-129.~~ The authority delegated to Officers pursuant to ~~the above~~ standing order ~~1287429s~~ is concurrent with the authority delegated to the Commissioner and may not be exercised by an Officer in respect of any matter where the Commissioner has either exercised, or given a written indication of his intention to exercise, his delegated powers.

Specific delegation to MD Surface Transport

~~434-130.~~ The Board delegates to the MD Surface Transport and, with that MD's written consent, to each Officer responsible to that MD, the discharge of any of the following functions, except for functions reserved to the Board or specifically delegated to other bodies or Postholders by the Standing Orders or otherwise:

- (a) any function of TfL as:
 - (i) a highway authority;
 - (ii) a local authority (in respect of matters for which the MD Surface Transport has managerial and/or professional responsibility);
 - (iii) a traffic authority;
 - (iv) a street authority; and
 - (v) a charging authority under the GLA Act;
- (b) any function of TfL relevant to the use of the highway, including but not limited to functions under:
 - (i) the Highways Act 1980;
 - (ii) the Road Traffic Regulation Act 1984;
 - (iii) the New Roads and Street Works Act 1991;
 - (iv) section 275 of the GLA Act; and
 - (v) the Traffic Management Act 2004;
- (c) any function of TfL relating to:
 - (i) hackney carriages (pursuant to the GLA Act, section 253 and Schedule 20); and
 - (ii) private hire vehicles (pursuant to the GLA Act, section 254 and Schedule 21);

~~(ii)~~ — (d)

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the making, amendment and revocation of the following legislation
Director of Taxi and Private Hire:

- (i) London cab orders made pursuant to section 9(1) of the Transport for London Act 2008 ("TfL Act 2008") designating directional taxi ranks;
- (ii) London cab orders made pursuant to section 10(1) of the TfL Act 2008 designating rest ranks;
- (iii) London cab orders made pursuant to section 10(2) of the TfL Act 2008 prescribing the maximum lengths of time during which a hackney carriage may stand at a rest rank;
- (iv) London taxi sharing scheme orders made pursuant to section 10(4) of the Transport Act 1985 other than those which prescribe fees, but including the making of such an order that prescribes a fee of up to and including 20 pounds for a fixed-fare taxi-sharing scheme, excluding such schemes operating on a continuous basis;-
- (v) London cab orders which modify or suspend the operation of section 2 of the London Cab and Stage Carriage Act 1907 (privileged cab system) in respect of a station;
- (vi) London cab orders which fix the stands of hackney carriages and the persons who may attend at such stands pursuant to section 9(2) of the Metropolitan Public Carriage Act 1869; and
(vi) orders and regulations made pursuant to section 4 of London Hackney Carriages Act 1850 appointing standings for hackney carriages, the boundaries of such standings, number of carriages to be allowed in the standing, the times at which the standing may be used, enforcement of order at standings and removal of any person from a standing.

Specific delegation to MD Finance

~~132~~.131. The Board delegates to the MD Finance and, in his or her absence, the Chief Finance Officer, the discharge of any functions of TfL in respect of traffic related agreements (revenue agreements) with train operating companies, bus operating companies and others (including the authority to enter into, amend, revoke and make payments pursuant to, such agreements) except for functions reserved to the Board or specifically delegated to other bodies or Postholders by the Standing Orders or otherwise.

Specific delegation to MD Rail and Underground

~~133~~.132. The Board delegates to the MD Rail and Underground the authority to:

- (a) enter into contracts for the procurement of electricity for London Underground's Bulk Supply Points; and
- (b) approve, on the advice of the ~~Head of Commercial, Asset Performance Directorate~~[Commercial Director, Rail and Underground](#) the price to be paid for blocks of electricity.

Specific delegation to Rail and Underground Officers

~~134.~~[133.](#) The Board delegates to the ~~Head of Commercial, Asset Performance Directorate~~[Commercial Director, Rail and Underground](#) and each of the following LUL Officers (acting on the advice of the ~~Head of Commercial, Asset Performance Directorate~~[Commercial Director, Rail and Underground](#)) the authority to approve the price to be paid for blocks of electricity:

- (a) Director of Strategy and Service Development; [and](#)
- ~~(b)~~ Director of Finance, Rail and Underground; ~~and~~
- ~~(c)~~[\(b\)](#) ~~Commercial Director, Rail and Underground.~~

Specific delegation relating to Mayor's Opinion

~~135.~~[134.](#) The delegations ~~below in standing orders 1365 to 1387~~ apply for as long as the function of giving the Mayor's Opinion is delegated to TfL by the Mayor.

~~136.~~[135.](#) In respect of any disposal of land, each of the following Officers is authorised to give the Mayor's Opinion:

- (a) Commissioner;
- (b) MD Finance; and
- (c) Director of Commercial Development.

~~137.~~[136.](#) In respect of temporary disposals of land for up to 15 years where TfL reserves the right to take back the land when it is required by TfL, in addition to the Officers listed in ~~the above~~ standing order [1365](#), each of the following Officers is authorised to give the Mayor's Opinion:

- (a) any MD (in relation to land for which that MD has managerial and/or professional responsibility); and
- (b) General Counsel.

~~138.~~[137.](#) In respect of disposals of property other than land, Chief Officers and other Officers are authorised to give the Mayor's Opinion for Transactions in respect of which they may grant Disposal Authority in accordance with the Scheme of Authorities in Part 3.

Specific delegation relating to compulsory purchase orders

~~139-138.~~ Subject to obtaining in principle approval for the making of a compulsory purchase order in accordance with standing order ~~4019921~~(nm), the Board delegates to each of the following Officers the making, withdrawing and/or amending of ~~the a~~ compulsory purchase order, including settling the detailed boundaries of the land to be acquired, and doing all things necessary to implement the compulsory purchase order:

- (a) the Commissioner; and
- (b) any Chief Officer (where the Project or Land Transaction to which the compulsory purchase order relates is within that Chief Officer's managerial and/or professional responsibility).

Specific delegation relating to taxi and private hire vehicle legislation

~~140-139.~~ The Board delegates the making, amendment and revocation of the following legislation to the Commissioner or, in his absence, the MD Surface Transport:

- (a) London cab orders, except:
 - (i) to the extent they prescribe fares ~~and licence fees~~ for hackney carriages (which is a matter reserved to the Board under standing order ~~400992~~(k)); and
 - (ii) those delegated to the ~~Director of Taxi and Private Hire~~MD Surface Transport under standing order ~~134032~~.
- (b) Regulations under the Private Hire Vehicles (London) Act 1998, except to the extent they prescribe ~~those~~ licence ~~or application~~ fees ~~(which is a matter reserved to the Board under standing order 400992(k)), but including fees for the variation of private hire vehicle operator licences.~~

~~141. The Board delegates the making, amendment and revocation of the following legislation to the Director of Taxi and Private Hire~~MD Surface Transport:

- ~~(a) London cab orders made pursuant to section 9(1) of the Transport for London Act 2008 ("TfL Act 2008") designating directional taxi ranks;~~
- ~~(b) London cab orders made pursuant to section 10(1) of the TfL Act 2008 designating rest ranks;~~
- ~~(c) London cab orders made pursuant to section 10(2) of the TfL Act 2008 prescribing the maximum lengths of time during which a hackney carriage may stand at a rest rank;~~

- ~~(d) London taxi sharing scheme orders made pursuant to section 10(4) of the Transport Act 1985 other than those which prescribe fees, but including the making of such an order that prescribes a fee of up to and including 20 pounds for a fixed fare taxi sharing scheme;~~
- ~~(e) London cab orders which modify or suspend the operation of section 2 of the London Cab and Stage Carriage Act 1907 (privileged cab system) in respect of a station;~~
- ~~(f) London cab orders which fix the stands of hackney carriages and the persons who may attend at such stands pursuant to section 9(2) of the Metropolitan Public Carriage Act 1869; and~~
- ~~(g) orders and regulations made pursuant to section 4 of London Hackney Carriages Act 1850 appointing standings for hackney carriages, the boundaries of such standings, number of carriages to be allowed in the standing, the times at which the standing may be used, enforcement of order at standings and removal of any person from a standing.~~

Specific delegation relating to the Crossrail project

~~142.140.~~ The Commissioner is authorised to appoint (and replace) from time to time one or more TfL Officers to act on behalf of TfL as Sponsor representative (or an alternate in the absence of a Sponsor representative) in relation to TfL's membership of the Sponsor Board.

~~143.141.~~ The Commissioner or the Sponsor representative is authorised to approve any matter which is not reserved to the TfL Board in standing orders 10~~768~~(a) to (fd) and 10~~768~~(ig) to (mk) above where such matter for approval has a monetary value of £50~~m,000,000~~ or less.

~~144.142.~~ The Sponsor representative has delegated authority to give:

- (a) approval of any change to the Crossrail Project including any change or amendment to the Sponsor's Requirements with a maximum monetary value of £50~~m,000,000~~; and
- (b) approval of any amendments, variation or modification to or waiver in respect of ~~the~~ Principal Project Documents with a maximum monetary value of £50~~m,000,000~~.

PART 3: SCHEME OF AUTHORITIES

Introduction

~~145.~~~~143.~~ Notwithstanding the delegations contained in these Standing Orders, before any Transaction or Project is entered into on behalf of the TfL Group the necessary Authorities must have been obtained in accordance with this Scheme of Authorities.

~~146.~~~~144.~~ However, this Scheme of Authorities does not apply to the following Subsidiary Companies (which have their own schemes for authorising activities undertaken on their behalf):

- (a) London Transport Museum Limited;
- (b) London Transport Museum (Trading) Limited;
- (c) London Transport Insurance (Guernsey) Limited; and
- (d) TfL Trustee Company Limited (as trustee for TfLPPF).

Types of Authorities

~~147.~~~~145.~~ All Transactions and Projects require Financial Authority.

~~148.~~~~146.~~ The other Authorities potentially that may be required before proceeding with a Transaction or Project are:

- (a) Project Authority;
- (b) Land Authority;
- (c) Procurement Authority; and
- (d) Disposal Authority.

Financial Authority

~~149.~~~~147.~~ Financial Authority is the authority to:

- (a) spend money;
- (b) receive income;
- (c) incur a financial liability (that is, a legal obligation to pay money to another party if specific, predetermined circumstances arise); or
- (d) redistribute funds to relevant third parties in respect of their respective allocated budgets.

~~150.~~~~148.~~ Financial Authority will be automatically granted to the extent that an activity or Project is 'budgeted' (see standing order ~~15103~~~~4~~ below).

~~151.~~~~149.~~ To the extent that an activity or Project is 'unbudgeted' (see standing order ~~15103~~ below), Financial Authority must be obtained as follows:

- (a) in respect of a Project, Financial Authority must be obtained from a body or Postholder authorised to grant Financial Authority for unbudgeted Projects (see Table of Authorities below);
- (b) in respect of a Land Transaction, Financial Authority must be obtained from a body or Postholder authorised to grant Financial Authority for unbudgeted Land Transactions (see Table of Authorities below); and
- (c) in relation to any other activity, written approval must be obtained from those authorised to enter into unbudgeted expenditure, or those authorised to approve virement of expenditure (that is, the transfer of resources from one budget area to another), in accordance with applicable financial procedures as issued by the MD Finance.

~~452.150.~~ An activity is 'budgeted' if funding for that specific activity is included in the TfL Group Budget for the current financial year and future years of the TfL Business Plan, as approved by the Board and amended by any approved variations. A Project is 'budgeted' when there is full funding in the TfL Group Budget for the current financial year and future years of the TfL Business Plan, as approved by the Board and amended by any approved variations. Where the cost of an activity or Project is greater than the budgeted sum, the size of the 'unbudgeted' element determines the level of Financial Authority required. Details of approved TfL Group Budgets and TfL Business Plans are as advised by Group Finance.

~~453.151.~~ The exercise of any Financial Authority granted is subject to:

- (a) securing any specific approval required;
- (b) compliance with any restrictions included in the TfL Business Plan; and
- (c) compliance with the Standing Orders, financial standards and instructions issued by the MD Finance and all other relevant TfL policies and procedures.

Project Authority

~~454.152.~~ Project Authority is the authority to do the following in respect of a Project:

- (a) spend money;
- (b) receive income;
- (c) incur a financial liability (that is, a legal obligation to pay money to another party if specific, predetermined circumstances arise); or

(d) redistribute funds to relevant third parties in respect of their respective allocated budgets.

~~455-153.~~ Project Authority must be granted by a body or Postholder authorised to grant Project Authority (see the Table of Authorities below).

~~456-154.~~ At the time Project Authority is granted, the authorising body or Postholder will set a percentage tolerance level, which may be zero, by which a Project may exceed its approved value without the need for further authorisation. Guidance on setting the appropriate level will be provided from time to time by the MD Finance. The additional amount within the tolerance level must not cause the level of Project Authority to exceed the maximum level that the relevant authorising body or Postholder may grant. Any Variation in excess of the tolerance limit must be authorised in accordance with standing orders ~~18325~~ to ~~18658~~.

~~457-155.~~ A report will be submitted to each ordinary meeting of the Finance and Policy Committee summarising any Project Authority given by the Commissioner or the MD Finance since the last Committee ~~meeting~~ Meeting.

Land Authority

~~458-156.~~ Land Authority is the authority to engage in a Land Transaction.

~~459-157.~~ Land Authority must be granted by a body or Postholder authorised to grant Land Authority (see the Table of Authorities below).

~~460-158.~~ Procurement Authority and any Disposal Authority required will automatically be granted when Land Authority is granted unless the body or Postholder granting Land Authority requires any of those authorities to be separately obtained.

~~461-159.~~ In addition to obtaining Land Authority and all other Authorities required, consultation must take place with the Director of Commercial Development in respect of all terms and the method of acquisition or disposal before the Land Transaction is completed.

~~462-160.~~ If the Mayor's Opinion and/or the Secretary of State's consent is required, the Land Transaction cannot be completed unless and until the opinion and/or consent has been obtained.

Procurement Authority

~~463-161.~~ Procurement Authority is the authority to make a binding or contractual commitment with a supplier for the purchase of goods, services, land or works or to receive income arising from TfL [G](#)group activities in the areas of goods, services land or works. Procurement Authority extends to any action required within any existing contracts or

relationships (e.g. unsatisfactory performance deductions or giving notice and termination of contracts), except where actions relating to contract performance are in accordance with a pre-determined formula or process included in the contract.

~~464.162.~~ No Procurement Authority is required to make a contractual commitment to give financial assistance to London local authorities under section 159 of the GLA Act.

~~465.163.~~ Procurement Authority must be granted by a body or Postholder authorised to grant Procurement Authority (see the Table of Authorities below).

~~466.164.~~ In respect of Land Transactions, Procurement Authority will automatically be granted when Land Authority is granted unless the body or Postholder granting Land Authority requires Procurement Authority to be separately obtained.

~~467.165.~~ Procurement Authority is exercised by release of an order or instruction from TfL's electronic contract systems or by entering into a contract. In emergency situations, Procurement Authority may be granted orally but must be confirmed (by the release of an order or instruction from TfL's electronic contract systems or signature of a contract document) as soon as reasonably practicable.

Disposal Authority

~~468.166.~~ Disposal Authority is the authority to dispose of any assets.

~~469.167.~~ Disposal Authority must be granted by a body or Postholder authorised to grant Disposal Authority (see the Table of Authorities below).

~~470.168.~~ In respect of Land Transactions, Disposal Authority will automatically be granted when Land Authority is granted unless the body or Postholder granting Land Authority requires Disposal Authority to be separately obtained.

Authorising Bodies and Postholders

Table of Authorities

~~474.169.~~ The table below sets out the maximum monetary value in respect of which bodies or Postholders can grant Authorities, subject to the standing orders following the table (from standing order ~~1740473~~) which set out restrictions and other requirements relating to the grant of Authorities.

AUTHORISING BODY/ POSTHOLDER	FINANCIAL AUTHORITY FOR UNBUDGETED VALUE OF PROJECTS	FINANCIAL AUTHORITY FOR UNBUDGETED VALUE OF LAND TRANSACTIONS	PROJECT AUTHORITY	LAND AUTHORITY	PROCUREMENT AUTHORITY/ DISPOSAL AUTHORITY
BOARD	UNLIMITED	UNLIMITED	UNLIMITED	UNLIMITED	UNLIMITED
FINANCE AND POLICY COMMITTEE			£100,000,000		
COMMISSIONER (ACTING COMMISSIONER IN HIS/HER ABSENCE; MD FINANCE IN ABSENCE OF BOTH)	£25,000,000	£25,000,000	£50,000,000	£100,000,000	£100,000,000
COMMISSIONER AND WITH THE COMMISSIONER'S CONSENT, FINANCE DIRECTOR, SURFACE TRANSPORT					TRANSACTIONS FOR THE PROVISION OF BUS SERVICES: £100,000,000
MD FINANCE	£10,000,000 (ACTING MD FINANCE IN HIS/HER ABSENCE; CHIEF FINANCE OFFICER IN ABSENCE OF BOTH)	£10,000,000 (ACTING MD FINANCE IN HIS/HER ABSENCE; CHIEF FINANCE OFFICER IN ABSENCE OF BOTH)	£25,000,000 (ACTING MD FINANCE IN HIS/HER ABSENCE; CHIEF FINANCE OFFICER IN ABSENCE OF BOTH)	CROSSRAIL PROJECT: £50,000,000 (ACTING MD FINANCE IN HIS/HER ABSENCE; CHIEF FINANCE OFFICER IN ABSENCE OF BOTH) OTHERWISE: £25,000,000 (ACTING MD FINANCE IN HIS/HER ABSENCE; CHIEF FINANCE OFFICER IN ABSENCE OF BOTH)	£25,000,000 (ACTING MD FINANCE IN HIS/HER ABSENCE; CHIEF FINANCE OFFICER IN ABSENCE OF BOTH)
ALL OTHER CHIEF OFFICERS (SUBJECT TO THE EXCEPTIONS BELOW)	£2,000,000	£2,000,000	£5,000,000	£5,000,000	£25,000,000
CHIEF EXECUTIVE OF CRL				CROSSRAIL PROJECT: £25,000,000 (FINANCE DIRECTOR OF CRL IN HIS/HER ABSENCE)	TRANSACTIONS ENTERED INTO IN CONNECTION WITH THE IMPLEMENTATION OF THE CROSSRAIL DELIVERY STRATEGY: AMOUNTS IN ACCORDANCE WITH CRL SCHEME OF AUTHORITIES AS APPROVED BY CRL
MD SURFACE TRANSPORT					TRANSACTIONS FOR THE PROVISION OF BUS SERVICES: £100,000,000
MD RAIL AND UNDERGROUND					TRANSACTIONS FOR POWER SUPPLIES: £100,000,000

AUTHORISING BODY/ POSTHOLDER	FINANCIAL AUTHORITY FOR UNBUDGETED VALUE OF PROJECTS	FINANCIAL AUTHORITY FOR UNBUDGETED VALUE OF LAND TRANSACTIONS	PROJECT AUTHORITY	LAND AUTHORITY	PROCUREMENT AUTHORITY/ DISPOSAL AUTHORITY
DIRECTOR OF COMMERCIAL DEVELOPMENT (OR PAYBAND 5 OR EQUIVALENT WITH THE WRITTEN AUTHORITY OF THE DIRECTOR OF COMMERCIAL DEVELOPMENT)		£2,000,000		INCOME GENERATING LAND TRANSACTIONS: £10,000,000 LAND COMPENSATION CLAIMS (INCLUDING COMPULSORY PURCHASE SETTLEMENTS): <u>WHERE THE COMPENSATION IS WITHIN THE OVERALL APPROVED BUDGET</u> £40,000,000 OTHERWISE: £2,000,000	CHANGES TO BASE LINE COSTS FOR CROSSRAIL PROJECT OVER-STATION DEVELOPMENTS: £10,000,000
FINANCE DIRECTOR OF CRL				CROSSRAIL PROJECT: £10,000,000	
FOLLOWING RAIL AND UNDERGROUND OFFICERS: • COMMERCIAL DIRECTOR, RAIL AND UNDERGROUND; • <u>DIRECTOR OF STRATEGY AND SERVICE DEVELOPMENT</u> ; AND • DIRECTOR OF FINANCE, RAIL AND UNDERGROUND	1				TRANSACTIONS FOR POWER SUPPLIES: £25,000,000
FOLLOWING RAIL AND UNDERGROUND OFFICERS: • HEAD OF HEAD OF COMMERCIAL – ASSET PERFORMANCE <u>COMMERCIAL DIRECTOR, RAIL AND UNDERGROUND DIRECTORATE</u> ; AND • HEAD OF COMMERCIAL HEAD OF COMMERCIAL – INFRASTRUCTURE <u>CHIEF OPERATING OFFICER</u> ; AND • HEAD OF COMMERCIAL INFRASTRUCTURE					TRANSACTIONS FOR POWER SUPPLIES: £5,000,000
MAXIMUM FOR ANY OFFICER OTHER THAN THOSE SPECIFICALLY IDENTIFIED ABOVE (SEE STANDING ORDER 171 ³)	£1,000,000	£500,000	£2,000,000	£1,000,000	£5,000,000
DIRECTOR	£1,000,000	£500,000	£2,000,000	£1,000,000	£5,000,000
PAYBAND 5 OR EQUIVALENT	£1,000,000		£2,000,000	£1,000,000	£1,000,000
PAYBAND 4 OR EQUIVALENT				£1,000,000	£1,000,000
PAYBAND 3 OR EQUIVALENT				£250,000	£250,000
PAYBAND 2 OR EQUIVALENT				£50,000	£50,000
PAYBAND 1 OR EQUIVALENT				£5,000	£5,000

Requirements relating to the grant of authorities

Approving Officers

~~472-170.~~ [Subject to standing order 1721](#), ~~t~~The Commissioner and Chief Officers may appoint (by written permission) any other Officer to grant authorities under this Standing Order at or below his or her payband (an "Approving Officer"). Approving Officers can in turn appoint (by written permission) other Approving Officers from within any payband equal to or lower than their own and to a financial level equal to or lower than their own.

~~473-171.~~ For Procurement Authority, only the Commissioner, a Chief Officer, a Director with operational responsibility for procurement or the relevant Head of Commercial may appoint Approving Officers.

~~474-172.~~ The Commissioner, a Chief Officer, [or](#) a Director (who is an Approving Officer) may give written permission for an Officer to grant Authorities above that Officer's payband level subject to the maximum amount set out in the Table of Authorities against the Officer giving permission for the Authority concerned.

~~475-173.~~ Approving Officers must ensure that the correct level of authorisation is recorded in SAP for those Officers they have approved to grant Authorities.

~~476-174.~~ In an emergency the following Officers may approve unbudgeted expenditure in excess of their respective levels of Financial Authority for urgent activities required to safeguard the operation, and/or protect the assets, of any part of the TfL Group:

- (a) the Commissioner;
- (b) in the absence of the Commissioner, the Acting Commissioner;
- (c) in the absence of the Commissioner and the Acting Commissioner, the MD Finance; or
- (d) in the absence of all the above persons, the Chief Officer with operational responsibility for the matter concerned.

Valuation

~~477-175.~~ Requests for any type of Authority must not be broken down in such a manner that, as a result, a lower monetary value level of Authority is required, so as to avoid:

- (a) a requirement for seeking authority at a higher level;
- (b) compliance with UK procurement regulations; or
- (c) [compliance with](#) EU procurement directives.

~~478-176.~~ In determining the appropriate level of any Authority in relation to the Crossrail Project, the value of an individual transaction forming part of the Crossrail Project is to be taken as the relevant value and not amalgamated with the overall value of the Crossrail Project.

~~479-177.~~ In calculating the level of an Authority required for a Land Transaction, the total potential financial commitment must be taken into account, but any statutory interest which will be payable or receivable in any event should be excluded.

~~480-178.~~ In calculating the cost of a Project for the purposes of determining the appropriate level of Project Authority, the total gross amount estimated to be ~~paid-incurred~~ must be used. This includes payments to external suppliers and to third parties and internal costs specifically charged to the Project and will be the total amount that will extinguish all outstanding liabilities for supplies, services and works [\(including subsequent maintenance obligations\)](#) procured solely to deliver the full Project scope and achieve the Project.

~~484-179.~~ In determining the appropriate level of Procurement Authority, the total value of the contract or contracts should be used, plus the value of identified risk items relevant to that contract.

~~482-180.~~ Where Procurement Authority has been granted in respect of any expenditure over £100~~m,000,000~~ and this proves to be insufficient, the Managing Director Finance may increase the Procurement Authority in so far as it relates to a Project and provided the estimated final cost of the contract is within the Project Authority already granted. Where such additional Procurement Authority can not be given by the Managing Director Finance or is insufficient, the applicable value at which further Procurement Authority (and Project Authority as applicable) should be sought is the aggregate value of the original authority plus the additional authority required.

~~483-181.~~ Where a Transaction is of an indefinite duration the estimated value for the purposes of the Authorities is the total gross amount of the consideration that is expected to be paid in the first four years. In relation to Land Transactions, specific valuation guidance should be sought from the Director of Commercial Development.

Variations

~~484-182.~~ Variations resulting in a change to the approved amount of any Authority must be approved in accordance with the table in standing order ~~32-170692~~ and regard must be given as to the impact of any increase in value on:

- (a) any applicable procurement procedures;
- (b) UK procurement regulations; and
- (c) EU procurement directives.

~~485-183.~~ Subject to standing order ~~1854187~~ below, the level of Authority required for a proposed Variation is based on the total of:

- (a) the original value of the Authority;
- (b) the value of the current proposed Variation; and
- (c) the aggregate value of all previous Variations (if any).

~~486-184.~~ The body or Postholder approving a Variation can require that all or some specified subsequent Variations be authorised at a higher level of Authority. In that case, any calculation of the level of Authority required for any subsequent Variation should start the aggregation of Variations anew.

~~487-185.~~ The calculation for the purposes of standing order ~~1854187~~ for any specific Variation in respect of PPP or PFI activities shall not include:

- (a) the value of the original Authority to establish a PPP or PFI; or
- (b) the aggregated total value of any previous Variations to that original PPP or PFI Authority.

Procurement activities

~~488-186.~~ Except as set out in ~~the standing order below~~ standing order 18879, the following Transactions must only be entered into following a competition conducted through a tender process or by competitive quotation:

- (a) any activity either orally or in writing which commits, or may be taken to commit, the TfL Group to any contractual relationship, including the issue of letters of intent; or
- (b) the sale or other disposal of surplus assets.

~~489-187.~~ The following Transactions may proceed other than through competitive tender, subject always to meeting the requirements of the EU procurement directives and UK procurement regulations:

- (a) Transactions of small monetary value as defined in local procurement procedures issued by the relevant Chief Officer or relevant Head of Commercial;
- (b) Land Transactions; and
- (c) any other Transactions prescribed by procurement procedures issued by the Director of ~~Group Procurement~~ Commercial and/or

local procurement procedures issued by the relevant Chief Officer or relevant Head of Commercial.

~~490.188.~~ Notwithstanding any other authority given by this Standing Order, where it is proposed that a Transaction (other than a Land Transaction) over the value of £500,000 be entered into other than through a competitive process, the MD Finance must give approval before any agreement is made with or instructions given to a supplier. Such a Transaction may be subject to review by the MD Finance (or such person as he or she may nominate from time to time) if he or she so requires. Where the MD Finance has been directly involved in the transaction, the Commissioner must give approval and the Transaction may be reviewed by the Commissioner (or such person as the Commissioner may nominate from time to time).

APPENDIX: GLOSSARY

Associate or Joint Venture Company means a company which is an associate or joint venture (as defined in financial reporting standards issued from time to time by the Accounting Standards Board) of TfL.

Authority means each of the following:

- (a) Financial Authority;
- (b) Project Authority;
- (c) Land Authority;
- (d) Procurement Authority; and
- (e) Disposal Authority.

Board means the membership of TfL from time to time as constituted in accordance with paragraph 2 of Schedule 10 to the GLA Act.

Chair means the person designated as chair of TfL in accordance with paragraph 3 of Schedule 10 to the GLA Act.

Chief Finance Officer means the Officer appointed under section 127 of the GLA Act.

Chief Officer means any MD, the Chief Executive of CRL and the General Counsel.

Commissioner means the person appointed by the Board to be the TfL Commissioner.

Committee means each committee of TfL listed in standing order [745](#).

Confidential information has the meaning given to it by Part 5A of the Local Government Act 1972.

CRL means Crossrail Limited.

Crossrail Project means the project for the development, design, procurement, construction, commissioning, integration and completion of a railway transport system that is capable of operating services from Maidenhead in the County of Berkshire and from Heathrow Airport in the London Borough of Hillingdon through central London to Shenfield in the County of Essex and Abbey Wood in the London Borough of Greenwich.

Crossrail Project Development Agreement means the agreement between the Secretary of State for Transport (1) and TfL (2) and CRL (3) dated 3 December 2008.

Deputy Chair means the person designated as deputy chair of TfL in accordance with paragraph 3 of Schedule 10 to the GLA Act.

Disposal Authority has the meaning given to it by standing order [1687](#).

Director means an Officer reporting directly to a Chief Officer, except for those Officers with an administrative role and/or a position title beginning with "Head of".

DLR means Docklands Light Railway Limited.

Electronic means means by email or via access to a website

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Exempt information has the meaning given to it by Part 5A of the Local Government Act 1972.

Financial Authority has the meaning given to it by standing order [14849](#).

GLA means the Greater London Authority.

GLA Act means the Greater London Authority Act 1999 [\(as amended\)](#).

Interest means any interest whether direct or indirect and whether pecuniary or non pecuniary.

Land Authority has the meaning given to it by standing order [1578](#).

Land Transaction means the following activities in respect of land and buildings, or interests in, or rights over, land and buildings:

- (a) the purchase, sale or exchange of freehold or leasehold land;
- (b) the purchase, grant, assignment, surrender, release or variation of leases, tenancies, covenants, easements and licences;
- (c) any other acquisition or disposal of land and buildings, or interests in, or rights over, land and buildings; and
- (d) the settlement of compensation claims related to land and buildings or interests in, or rights over, land and buildings;

but does not include any of the above activities undertaken by a Subsidiary Company for or in connection with the following:

- (i) protection of the Subsidiary Company's undertaking;
- (ii) the grant of permission to undertake works to, on, adjacent to or over any operational land, structure or asset (or any part thereof) comprised in any Subsidiary Company's undertaking or receipt of permission to undertake works for operational purposes with respect to any land, structure or asset owned by a third party; or
- (iii) any of the matters listed at (b) above insofar as they are entered into pursuant to or of a type contemplated by a PPP or PFI contract.

LBSL means London Bus Services Limited.

LUL means London Underground Limited.

MD means any of the Officers appointed as Managing Director of the TfL directorates of Finance, Planning, Marketing and Communications, Rail and Underground and Surface Transport.

Mayor's Opinion means the opinion of the Mayor (or of the person to whom the Mayor has delegated the power to give such opinion) which is required pursuant to paragraph 12(1) of Schedule 11 to the GLA Act in relation to the disposal (whether absolutely or for a term of years) by TfL of any part of its Undertaking or property which is not required for the purposes of the discharge by TfL of any of its functions.

Meeting means a Board meeting, unless otherwise specified [in the Subordinate Bodies of TfL document or elsewhere](#).

Member means a member of TfL appointed in accordance with paragraph 2 of Schedule 10 to the GLA Act.

Officer means any office holder or employee (full or part-time, temporary or permanent) of the TfL Group. This excludes agency staff and consultants unless they are appointed as such by the Chief Officer, or an authorised Officer, to whom they ultimately report.

Panel means each panel listed in standing order [7674](#).

Postholder means any Member or Officer named either individually or in a group in the Standing Orders.

Principal Project Documents means the Crossrail Project documents listed in Schedule 1 to the Crossrail Project Development Agreement.

Procurement Authority has the meaning given to it by standing order [16324](#).

Project means a unique set of co-ordinated activities, with definite starting and finishing points, undertaken by an individual or team to meet specific objectives within defined time, cost and performance parameters as specified in the business case. It has the following characteristics:

- (a) a finite and defined lifespan;
- (b) defined and measurable business products (that is, deliverables and/or outcomes to meet specific business objectives);
- (c) a corresponding set of activities to achieve the business products;
- (d) a defined amount of resources; and
- (e) an organisational structure, with defined responsibilities, to manage the activities.

Project Authority has the meaning given to it by standing order [153245](#).

Quorum means the number of members whose presence is required for the Board or a Committee to conduct business.

Reporting means filming, photographing or audio recording of proceedings; using any other means for enabling persons not present to see or hear proceedings of a meeting as it takes place or later; and reporting or providing commentary on proceedings of a meeting, orally or in writing.

RfL means Rail for London Limited.

Secretary means the Secretary of the Board.

Sponsors Agreement means the agreement between the Department for Transport and TfL dated 3 December 2008 which governs the relationship between the parties as co-sponsors of the Crossrail Project.

Sponsor Board means the Board which governs the relationship between TfL and the Department for Transport and CRL in relation to the Crossrail Project.

Sponsor representative means the Officer or Officers appointed by the Commissioner to act on behalf of TfL in relation to TfL's membership on the Sponsor Board.

Sponsor's Requirements means the specifications and requirements for the Crossrail Project as specified in Schedule 2 to the Project Development Agreement.

Sub-Committee means a sub-committee of a Committee.

Subordinate Body means a body established in accordance with these Standing Orders which is:

- (a) a committee of TfL;
- (b) a sub-committee of such a committee;
- (c) a body of Members or Officers; or
- (d) a body of Members and Officers.

Subsidiary Company means a "subsidiary" (as defined by section 736 of the Companies Act 1985 (as may be replaced from time to time)) of TfL. That is, a company is a Subsidiary Company of TfL if TfL:

- (a) holds a majority of voting rights in that company;
- (b) is a member of that company and has the right to appoint or remove a majority of its board of directors; or
- (c) is a member of that company and controls alone, pursuant to an agreement with other members, a majority of the voting rights in that company.

Where the context permits, **Subsidiary Company** includes a subsidiary of a subsidiary of TfL.

TfL means Transport for London.

TfL Group means TfL and its Subsidiary Companies.

TfL's Head Office means Windsor House, 42-50 Victoria Street, London, SW1H 0TL.

TfLPPF means Transport for London Pension Fund, the trustee of which is TfL Trustee Company Limited.

TfL Trustee Company Limited is the Corporate Trustee for TfLPPF.

Transaction means any of the following activities:

- (a) any activity which commits or may be taken to commit, either orally or in writing, the TfL Group to any contractual relationship, including the issue of letters of intent;
- (b) the sale or other disposal of surplus material and assets;
- (c) variations to contracts;
- (d) the settlement of any claim for additional payment by the TfL Group not expressly covered by an existing Authority or an existing contract or arrangement;
- (e) the imposition of remedies for breach of a contractual commitment, for example the calling of bonds and guarantees and the exercise of step-in or termination rights;
- (f) the acquisition or disposal of land and buildings or any rights or interests in land and buildings including any variations in such rights or interests; and
- (g) the settlement of compensation claims relating to land and buildings;

but does not include the process of obtaining tenders (formal or informal), proposals or quotations for supplies, services and works provided they are obtained in accordance with applicable procurement procedures as issued by the TfL Director of Commercial and/or local procurement procedures issued by the relevant Chief Officer or the relevant Head of Commercial from time to time.

TTL means Transport Trading Ltd.

Undertaking means a distinct area of work or an organised group of resources, including for example personnel where a task relies on the provision of a service where the Transfer of Undertakings (Protection of Employment) Regulations 2006 can apply.

Variation means a change:

- (a) in the work originally awarded, resulting in a change in the specification and/or deliverables and/or timing that results in either an increase in the financial cost and/or an increase in risk or liability;
- (b) in monetary value of the contract originally awarded due to, for example, an annual negotiated price review, a cost change as result of legislation or other external circumstances;
- (c) of name or other administrative arrangements; or
- (d) which results in the value for money of the subject matter decreasing.

Vice Chair means the person appointed as vice chair of a Subordinate Body.

Working days are Monday to Friday, excluding bank holidays.

Subordinate Bodies of TfL

Implemented from 1 April 2014 (Last Updated: ~~xx March 2014~~ July 2013)

Introduction

1. Subordinate Bodies are committees, sub-committees, advisory panels and other bodies established by the TfL Board and permitted by Schedule 10 to the [Greater London Authority Act 1999 \(as amended\) \(the GLA Act\)](#).
2. The TfL Board has established the following Subordinate Bodies as Committees of the Board on a standing basis:
 - (a) Finance and Policy Committee;
 - (b) Audit and Assurance Committee; and
 - (c) Remuneration Committee.
3. Committees and Sub-Committees may establish further Subordinate Bodies in a form permitted by Schedule 10 to the GLA Act subject to the approval of, and to any conditions imposed by, the Board.
4. The Chair of any Committee (or the Vice Chair in the Chair's absence) may appoint, with the agreement of the Chair of TfL, an additional member or members to that Committee. This will be reported to the Board at the next ordinary Meeting.
5. The TfL Board has established the following Subordinate Bodies as Advisory Panels on a standing basis:
 - ~~(a)~~ ~~Projects and Planning Panel;~~
 - ~~(b)~~(a) [Safety, Accessibility](#) and Sustainability Panel;
 - ~~(c)~~(b) [Rail and Underground Panel](#); and
 - ~~(d)~~(c) [Surface Transport Panel](#).
6. Advisory Panels may advise and support the work of the Board and its Committees but are not constituted as committees of the Board or as sub-committees of any such committee.
7. The following matters are specified in this document for each Committee in paragraph 2 and each Advisory Panel in paragraph 5:
 - (a) terms of reference;
 - (b) whether of an executive or advisory status;
 - (c) its status for the purposes of Part 5A of the Local Government Act 1972;

- (d) membership;
 - (e) the Chair;
 - (f) quorum;
 - (g) frequency of meetings;
 - (h) procedural or reporting arrangements; and
 - (i) secretarial arrangements.
8. Part 1 of TfL Standing Orders will apply to proceedings of the Subordinate Bodies.
 9. All Members of TfL may attend any Committee or Advisory Panel meeting but they may only vote at a Committee meeting if they are members of the relevant Committee.
 10. Any Member of TfL may submit a request to the General Counsel to receive the agenda, papers and/or minutes relating to meetings of any Committees, Sub-Committees and Advisory Panels of which he or she is not a member. The General Counsel shall provide the requested documents to that Member at the same time as they are provided to members of the relevant Committee, Sub-Committee or Advisory Panel.

Finance and Policy Committee

Status Decision-making with full delegated powers within its terms of reference.

Part 5A of the Local Government Act 1972 applies as this is a Committee of TfL.

Membership

Chair Peter Anderson

Vice Chair Daniel Moylan

Other Members [Sir John Armit](#)
[Brian Cooke](#)
Isabel Dedring
[Baroness Grey-Thompson](#)
Angela Knight
Michael Liebreich
Eva Lindholm

In attendance MD Finance
Chief Finance Officer

Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting

Secretary To be agreed by General Counsel

Quorum Three members

Frequency of Meetings

1. The Committee will meet at least four times a year or at such greater frequency as determined by the Chair.

Terms of Reference

Advice to the Board

2. The Committee will advise on and assist the Board with issues relating to financial matters and, in particular, provide advice in relation to the following matters reserved to the Board for determination:

2.1. Approvals

Approval of:

- (a) TfL's Business Plan;
- (b) the TfL Group Budget;

~~(c)~~ the Annual Statement of Accounts of the TfL Group;

~~(d)~~(c) proposals for Transactions valued over £100m-million, except where otherwise specified by the Standing Orders;

~~(e)~~(d) proposals for budgeted Projects valued over £100m-million and unbudgeted Projects valued over £25m-million;

~~(f)~~(e) proposals for schemes under the GLA Act for the transfer of the following (prior to submission to the Mayor):

- (i) property, rights and liabilities between TfL and its Subsidiary Companies or between its Subsidiary Companies; and
- (ii) key system assets;

~~(g)~~(f) proposals to make, amend or revoke:

- (i) London cab orders, to the extent they prescribe fares and licence fees for hackney carriages; and
- (ii) regulations under the Private Hire Vehicles (London) Act 1998, to the extent they prescribe licence fees;

~~(h)~~(g) annually, Prudential Indicators (including the authorised limit for borrowing);

~~(i)~~(h) annually, the Treasury Management Strategy; and

~~(j)~~(i) annually, any borrowing and investment (including derivatives) strategies.

2.2. Subsidiary Companies and Associate or Joint Venture Companies

- (a) Formation, dissolution or disposal by TfL or any Subsidiary Company of any:
 - (i) Subsidiary Company; or
 - (ii) Associate or Joint Venture Company;
- (b) Acquisition or disposal by TfL or any Subsidiary Company of more than 25 per cent of the shareholding of any company;
- (c) Appointment and removal of directors of Subsidiary Companies (but not directors of subsidiaries of those companies); and
- (d) Appointment and removal of directors of Associate or Joint Venture Companies who are subject to appointment by TfL (but not directors of an

Associate or Joint Venture Company within the responsibility of a Subsidiary Company).

2.3. Specific Policy Matters

Establishment and review of the following policies for TfL:

- (a) a Treasury Management Policy Statement (covering both borrowing and cash investment);
- (b) policies regarding the exercise of power to issue guarantees and indemnities associated with guarantees;
- (c) policies regarding the exercise of power to give financial assistance; and
- (d) policies regarding the exercise of power to enter into derivative investments.

2.4. Crossrail Project

- (a) A review of Crossrail Limited's (CRL's) implementation of the Crossrail Project at all formal review points;
- (b) The provision of any guarantee (or other form of credit support) to CRL that exceeds £100m-million;
- (c) Approval of any change to the Crossrail Project where the value of such change exceeds £100m-million;
- (d) Whether or not to exercise the TfL Put Option pursuant to the Sponsors Agreement;
- (e) The acquisition or disposal by CRL (whether in a single transaction or series of transactions) of any business (or any material part of any business) or any shares in any company;
- (f) The appointment of non-executive directors to the CRL Board which require the consent of TfL;
- (g) The creation of any encumbrance (such as a mortgage or other security) in respect of any part of CRL's undertaking, property or assets; and
- (h) Any proposal to wind up CRL (or similar proceedings).

2.5. Other

Disposal or transfer of the whole or any part of TfL's or a Subsidiary Company's Undertaking when the number of staff involved exceeds 100.

Treasury Management Strategy

- (a) The Committee will monitor the implementation of the annual Treasury Management Strategy and may approve, without further reference to the Board notwithstanding the value of any transaction the implementation of any borrowing and investments as permitted by the annual Treasury Management Strategy and/or Treasury Management Policy Statement or any Board approved borrowing and investment strategies; ~~and~~
3. ~~any associated Prospectus or Information Memorandum.~~ This authority is concurrent with the authority of the Commissioner and/or MD Finance to enter into transactions relating to borrowing and investments.

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Derivative Investments

4. The Committee will monitor the implementation of the TfL Group Policy Relating to the Use of Derivative Investments and may:
- (a) approve, without further reference to the Board notwithstanding the value of any transaction, proposals for individual derivative investments pursuant to section 49 of the Transport for London Act 2008 and issue guidance and directions as to the exercise of functions pursuant to that section, provided that any such approvals, guidance and directions are in accordance with the TfL Group Policy Relating to the Use of Derivative Investments; and
 - (b) approve, without further reference to the Board, exposure limits relating to counterparties to derivative investments.

Project Authority

5. The Committee is authorised by the Standing Orders to give Project Authority up to £100~~m~~~~million~~ without further reference to the Board.
6. A schedule will be submitted to each meeting, summarising any Project Authority given by the Commissioner and the MD Finance since the last meeting.
7. The Committee will:
- (a) monitor the delivery of the TfL Investment Programme;
 - (b) monitor the Project Management Office's approach to the scrutiny of projects;
 - (c) review the findings of the Integrated Assurance Review process in relation to projects that require project or procurement authority from the Committee or Board;

(d) monitor the implementation of the Transport Strategy and the integration of the Transport Strategy and plans with other Mayoral, national and international strategies and frameworks for transport; and

~~(a)~~(e) consider reports on proposals for long term transport planning issues and studies.

Specific ~~delegations~~ issues relating to the Crossrail Project

8. The Committee will receive regular update reports on the progress of the Crossrail Project.

~~6.~~—The Committee is authorised by the Board to approve the delivery strategy that sets out how CRL intends to deliver the Crossrail Project;

~~7.9.~~ approve the issuance of a Positive Project Review Notice in respect of Review Point 3B.

Relationship with the Independent Investment Programme Advisory Group

10. At least annually, the Committee will review the annual workplan and budget for the Independent Investment Programme Advisory Group and make recommendations to the Mayor as appropriate;

11. The Committee will review the Annual Report of the Independent Investment Programme Advisory Group and the management response to that report.

Reporting to the Board

~~8.12.~~ The Committee will report any meeting to the Board at the next ordinary Meeting.

Audit and Assurance Committee

Status Decision-making with full delegated powers within its terms of reference.

Part 5A of the Local Government Act 1972 applies as this is a Committee of TfL.

Membership

Chair Keith Williams

Vice Chair Steve Wright

Other Members Richard Barnes
Charles Belcher
Brian Cooke
Baroness Grey-Thompson

In attendance MD Finance
Chief Finance Officer
Director of Internal Audit
General Counsel
External Auditors

Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting

Secretary To be agreed by General Counsel

Quorum Three members

Frequency of Meetings

1. The Committee will meet at least four times a year or at such greater frequency as determined by the Chair.
2. A special meeting of the Committee may also be convened by a written requisition delivered to the General Counsel by any of the following:
 - (a) the MD Finance;
 - (b) the Chief Finance Officer;
 - (c) the Director of Internal Audit;

- (d) the Director of Health, Safety and Environment; or
 - (e) the External Auditors.
3. Special meetings will be held within 10 working days of receipt of the requisition by the General Counsel.

Terms of Reference

- 4. To review the arrangements put in place by Officers to ensure that the TfL Group prepares its Annual Statement of Accounts and other published financial reports in accordance with all relevant legislation and accounting standards.
- 5. The Committee will review the Annual Statement of Accounts and the Annual Report:
 - (a) including any statements therein made by the Board;
 - (b) monitoring the accounting policies used in their preparation; and
 - (c) monitoring significant financial reporting judgements.
- 6. At least annually, members of the Committee will meet with the Director of Internal Audit and, separately, with the Chief Finance Officer without any other Officer being present.
- 7. To review the effectiveness of the systems of internal control in place throughout the TfL Group, on the basis of reports from management, Internal Audit and the External Auditors. Internal control is not restricted to financial control but includes, inter alia, the arrangements that management has put in place for:
 - (a) the systematic identification of business risks and mitigating controls and procedures for ensuring these are properly implemented and effective;
 - (b) legal compliance;
 - (c) budgetary control;
 - (d) oversight and assurance of the Investment Programme; and
 - (e) ensuring a systematic approach to minimise the risk of fraud.
- 8. To ensure that an adequate and effective system of internal audit and assurance is maintained.
- ~~8-9.~~ To agree external audit fees.
- ~~9-10.~~ To maintain an oversight of corporate governance throughout the TfL Group and receive, on an annual basis, reports from the General Counsel and the Director of Internal Audit on the implementation, operation of and compliance with TfL's Code of Corporate Governance.

~~40.11.~~ To maintain an overview of the Standing Orders in respect of contract procedure rules, financial regulation and codes of conduct and behaviour.

~~41.12.~~ To recommend the adoption of the Annual Governance Statement.

~~42.13.~~ To review the appropriateness of the response to reports under 'whistleblowing' procedures.

~~43.14.~~ To review plans for Best Value (or equivalent) reviews.

~~44.15.~~ To review, and exceptionally to request, the carrying out of audits and reviews of health, safety and environmental management systems and resilience policies, arrangements and procedures, as necessary, and to review progress with the implementation of recommendations arising from such audits.

~~45.16.~~ To review the integrated assurance framework.

~~46.17.~~ To approve the integrated assurance plan.

~~47.18.~~ To have oversight of strategic risk.

~~48.19.~~ The Committee will:

- (a) be kept apprised of any proposed external audit inspections;
- (b) receive copies of any external audit inspection reports; and
- (c) receive internal reports on the implementation of procedures and controls to address issues raised therein.

~~49.20.~~ The Committee may call upon any Chief Officer or other Officer to provide it with information, either orally or in writing. The Committee may also have access to all TfL Group records and documentation for the purposes of exercising its functions as an audit committee and for no other reason.

Relationship with Internal Audit

~~20.21.~~ The Committee will review the audit plans and scope of Internal Audit and available resource and shall be able to require Internal Audit to carry out specific investigations.

~~21.22.~~ The Committee will review and discuss audit findings and monitor management responses to these findings to ensure appropriate follow-up measures are taken.

~~22.23.~~ Upon resignation the Director of Internal Audit will report to the Committee as to the reasons for resignation.

Relationship with External Audit

~~23.~~24. The Committee will meet with the External Auditors before the audit commences to communicate any matters of which the Committee considers the External Auditors should be aware, and to review the audit plans and scope.

~~24.~~25. The Chief Finance Officer shall make available to the Committee such information and explanations as it requires in order for it to discuss with the External Auditors any issues arising from the audit and to carry out its review of:

- (a) the Annual Report and Statement of Accounts;
- (b) the Annual Audit Letter, together with management's responses; and
- (c) other external audit reports.

~~25.~~26. Following the completion of each statutory audit, the Committee will review the effectiveness of the External Auditor's performance and its independence and objectivity.

~~26.~~27. At least annually the members of the Committee shall meet with the External Auditors without any Officer being present.

~~27.~~28. The Committee will develop and implement policy on the engagement of the external auditors to supply non-audit services.

Reporting

~~28.~~29. The Committee will report any meeting to the Board at the next ordinary Meeting.

Remuneration Committee

Status Decision-making with full delegated powers within its terms of reference.

Part 5A of the Local Government Act 1972 applies as this is a Committee of TfL.

Membership

Chair Baroness Grey-Thompson

Vice Chair Daniel Moylan

Other Members Sir John Armitt
Boris Johnson

In attendance Commissioner
Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting

Secretary To be agreed by General Counsel

Quorum Two members

Frequency of Meetings

1. The Committee shall meet at least once a year or at such greater frequency as determined by the Chair.

Terms of Reference

2. To review the remuneration of the Commissioner and Chief Officers on behalf of the Board.
3. To approve any agreement relating to the departure of the Commissioner, Chief Officers and those Officers appointed by the Board.

Reporting

4. The Committee will report any meeting to the Board at the next ordinary Meeting.

PROJECTS AND PLANNING PANEL

Status — ~~Advisory within its terms of reference.~~

~~Part 5A of the Local Government Act 1972 not applicable as this Panel is not a Committee or Sub-Committee of TfL.~~

Membership

Chair **Isabel Dedring**

Vice Chair **Daniel Moylan**

Other Members **Sir John Armit**

Roger Burnley

Baroness Grey-Thompson

Angela Knight

In attendance ~~Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting~~

Secretary ~~To be agreed by General Counsel~~

Quorum ~~Three members~~

Frequency of Meetings

~~1. — The Panel shall meet at least four times a year or at such greater frequency as determined by the Chair.~~

Terms of Reference

~~2. — The Panel will advise on issues relating to projects and planning and, in particular, undertake the following activities:~~

~~(a) — monitor the delivery of the TfL Investment Programme;~~

~~(b) — monitor the Project Management Office's approach to the scrutiny of projects;~~

~~(c) — review the findings of the Corporate Gateway Approval Process in relation to projects that require project or procurement authority from the Finance and Policy Committee or Board;~~

~~(d) — monitor the implementation of the Transport Strategy and the integration of the Transport Strategy and plans with other Mayoral, national and international strategies and frameworks for transport; and~~

~~(e) — consider reports on proposals for long term transport planning issues and studies.~~

Procedure

~~4. — Where consideration is given by the Panel to a matter with significant financial consequences, a summary of any comments or recommendations (if any) will be provided to the Commissioner and the Finance and Policy~~

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~~Committee. Similar reports will also be provided to the Audit and Assurance Committee where a matter of relevance to that Committee is considered.~~

Safety, Accessibility and Sustainability Panel

Status Advisory within its terms of reference.

Part 5A of the Local Government Act 1972 not applicable as this Panel is not a Committee or Sub-Committee of TfL. The Panel will operate as if sections 100A to 100E and their interpretive provisions within Part 5A of the Local Government Act 1972 did apply.

Membership

Chair Charles Belcher

Vice Chair Michael Liebreich

Members Sir Brendan Barber
Richard Barnes
Baroness Grey-Thompson
Bob Oddy

Advisers Shaun McCarthy
Gordon Sellers

In attendance General Counsel

A representative from ~~Rail and London~~ Underground, Surface Transport, ~~London Rail~~, Crossrail Limited and the ~~Corporate Directorates~~Specialist Services

Director of Health, Safety and Environment

Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting

Secretary To be agreed by General Counsel

Quorum Three members

Frequency of Meetings

1. The Panel will meet at least four times a year or at such greater frequency as determined by the Chair.

Terms of Reference

2. To advise on issues relating to safety, accessibility and sustainability matters, in particular:

(a) legal duties in relation to health, safety, and environmental matters with particular regard to the safety, health and welfare, as appropriate, of transport users, staff, the public at large and others on or about TfL transport systems and Group property and premises and to bring to the attention of those concerned matters for corrective action where needed;

~~(a)~~(b) health, safety and environmental policies, management systems, arrangements and procedures both to meet legal requirements and TfL policies, and to assess and control risks, also always having regard for all staff and members of the public including those with particular needs;

~~(b)~~(c) annual reviews of TfL health and safety and environmental performance, prior to their submission to the Audit and Assurance Committee and/or the Board;

~~(c)~~(d) relevant Mayoral Strategies and contributing fully to Mayoral initiatives on sustainability that are transport related;

~~(d)~~(e) policies and processes to ensure that the TfL Group addresses sustainability and is adequately resilient in respect to threats that may impact on the operational or non operational capability of the TfL Group; including measures to prevent incidents, emergency plans to control incidents and recovery plans; ~~and~~

~~(e)~~(f) monitor the implementation of Equalities and Inclusion initiatives; ~~and~~

(g) accessibility of TfL transport systems and Group property and premises and to bring to the attention of those concerned matters for corrective action where needed.

Procedure

3. The Panel will report any meeting to the Board at the next ordinary Meeting.

~~3.4.~~ Where consideration is given by the Panel to a matter with significant financial consequences, a summary of the comments and recommendations (if any) will be provided to the Commissioner and the Finance and Policy Committee. Similar reports will also be provided to the Audit and Assurance Committee where a matter of relevance to that Committee is considered.

Rail and Underground Panel

Status Advisory within its terms of reference.
Part 5A of the Local Government Act 1972 not applicable as this Panel is not a Committee or Sub-Committee of TfL. [The Panel will operate as if sections 100A to 100E and their interpretive provisions within Part 5A of the Local Government Act 1972 did apply.](#)

Membership

Chair Sir John Armitt

Vice Chair Steve Wright

Members Peter Anderson
Sir Brendan Barber
Richard Barnes
Charles Belcher
Brian Cooke
Isabel Dedring
Daniel Moylan

In attendance Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting

Secretary To be agreed by General Counsel

Quorum Three Members

Frequency of Meetings

1. The Panel will meet at least four times a year or at such greater frequency as determined by the Chair.

Terms of Reference

2. The Panel will advise on operational issues relating to the delivery of TfL's Rail and Underground services and, in particular, undertake the following activities:

- (a) comment on the development of policies in relation to Rail and Underground services reflecting the Mayor's transport and other strategies;

- (b) evaluate overall business performance in relation to Rail and Underground services;
- (c) undertake supplementary monitoring of the development and implementation of projects; and
- (d) consider reports on the evolving needs of users of Rail and Underground services and monitor levels of customer satisfaction.

Procedure

3. Where consideration is given by the Panel to a matter with significant financial consequences, a summary of any comments or recommendations (if any) will be provided to the Commissioner and the Finance and Policy Committee. Similar reports will also be provided to the Audit and Assurance Committee, where a matter of relevance to that Committee is considered.

Surface Transport Panel

Status Advisory within its terms of reference.

Part 5A of the Local Government Act 1972 not applicable as this Panel is not a Committee or Sub-Committee of TfL. [The Panel will operate as if sections 100A to 100E and their interpretive provisions within Part 5A of the Local Government Act 1972 did apply.](#)

Membership

Chair Baroness Grey-Thompson

Vice Chair Charles Belcher

Other Members Brian Cooke
Bob Oddy
Keith Williams
Steve Wright

In attendance Any Board Member may attend and with the Chair's agreement other persons may attend all or any part of a meeting

Secretary To be agreed by General Counsel

Quorum Three members

Frequency of Meetings

1. The Panel shall meet at least four times a year or at such greater frequency as determined by the Chair.

Terms of Reference

2. The Panel will advise on issues relating to street management, bus, river, taxi and private hire services and, in particular, undertake the following activities:
- (a) oversee the development of policies in relation to street management and surface transport reflecting the Mayor's transport and other strategies;
 - (b) evaluate overall business performance in relation to street management and surface transport;

- (c) undertake supplementary monitoring of the development and implementation of projects; and
- (d) consider reports on the evolving needs of street users and surface transport customers and monitor levels of user and customer satisfaction.

Procedure

3. Where consideration is given by the Panel to a matter with significant financial consequences, a summary of any comments or recommendations (if any) will be provided to the Commissioner and the Finance and Policy Committee. Similar reports will also be provided to the Audit and Assurance Committee where a matter of relevance to that Committee is considered.