

tie Limited

Minute of the CEC/tie Legal Affairs Group Meeting

Date: Monday 10th December 2007

Time: 16:00 to 17:15

Venue: CityPoint

In attendance	Andrew Holmes	CEC	AH
	Colin MacKenzie	CEC	CM
	Nick Smith	CEC	NS
	Andy Conway	CEC	AC
	Willie Gallagher	tie	WG
	Susan Clark	tie	SC
	Matthew Crosse	tie	MC
	Alasdair Sim	tie	AS
	Andrew Fitchie	tie/DLA Piper	AF

Apologies Jim Inch CEC Duncan Fraser CEC

Barry Cross **tie** Alan Coyle CEC
Gill Lindsay CEC Nick Smith CEC

Graeme Bissett tie Rebecca Andrew CEC

Circulation Above

		ACTION By	Target Date
1.	Review of Last LAC Meeting Minutes		
	The minutes from the LAC meeting on 5 th November 2007 were reviewed and discussed. Unless otherwise noted in the following sections, all actions arising from these minutes have been completed by the identified individuals.		
2.	Task Schedule Review		
	Edinburgh Airport Ltd		
	AS reported that the licence and lease are in agreed form. Brodies arranging for the MD of EAL to sign, the documents will then be returned to CEC for execution. Expected by the end of the week.		
	CM to sign on behalf of CEC.	СМ	

t i e

tie Limited

Network Rail			
AS reported that a meeting has been arranged with NR on13/12 to progress outstanding matters on critical agreements.			
 Lease is in agreed form Framework agreement is substantially agreed subject to the issues raised at the last LAC meeting on 5/12/07 			
 Bridge Agreements (NR suggest these be drafted according to a new NR template) NR want CEC to give up the right to CPO when the lease commences 			
 NR cannot prove clean title to the Keeper at present. It may be possible for NR to register the leased area under Anno Domini title (this gives NR the right to claim full title after 10 years, if unchallenged). 			
 The operating and neighbourhood agreements are not considered critical to the Infraco award. AS to forward the latest drafts of these to AF to pass these over to BBS. Aiming to reach agreement on APA terms on 13/12/07. 	AS	11/12	
AS and Jim Rice (BBS) met with FSR depot manager on 7/12/07. The following was noted:			
 Only one contractor allowed on FSR site at a time. It was noted that NR are about to let the contract for the relocation of the depot diesel fuel tanks. This scheduled to start in Jan 08 and be completed by end of July 08. These works to be managed by NR – this works programme would be outwith the tram project's control. AS to check if the tram viaduct construction requires these tanks to be relocated – if not, the check if NR can defer this contract until after the tram works (in this area) are completed. 	AS		
 FSR require the works to be phased so as to minimise possible disruption to the depot operations. BBS to review construction programme and prepare input for depot change submission. AS to follow up with Jim Rice. 			
Station Change documentation is awaiting SDS design for access road to Haymarket Car Park. AS to progress with input from Damian Sharp and Tony Glazebrook.	AS		
WG requested that SC and AS prepare a summary work plan for			



tie Limited

the depot and station change processes and identify all key milestones & critical path.	AS/SC	
AS to request that NR commence generic station change notification with the train operating companies who would be unaffected by loss of parking spaces at Haymarket.		13/12
Forth Ports		
AS to send AF the agreed FP Heads of Terms to pass over to BBS., and also to check on status on full agreement draft from D&W.	59-59-53	10/12
AH requested that CEC Planning (Linda Nicol) be kept informed on progress with Forth Ports.		
CEC Performance Guarantee Letter		
The draft guarantee letter is with BBS – AF awaiting response from BBS legal team.		
CEC/tie Licence to Construct Agreement		
AS reported that a draft has been received from CEC. This document allows for tie to make land available to Infraco, to be drawn down on a needs basis. It is envisaged that this would be done according to the proposed Access Permit Procedure drafted by tie HSQE.		
AS to send AF and SC the draft agreement for review.	AS	11/12
tie Operating Agreement		
AH has latest tie Operating agreement draft for consideration. To discuss with WG after the LAC meeting – the focus of this will be on delegated authority for tie to enter into the Infraco Contract WG to report outcome of these discussions at tie Board on 11/12.		
TEL Operating Agreement		
It was agreed at the TPB that the TEL Operating Agreement is not critical for 20 th December Council Meeting.		
Transport Scotland Funding Agreement		
It was noted that the funding agreement is nearing resolution		



tie Limited

and good progress is being made. SMcG and RA progressing this with Transport Scotland. The TS IDM Board sits on 12/12.		
Final Business Case		
It was noted that CM will liaise with GB to ensure that the governance section of the FBC mirrors that in the CEC Council Report (particularly the role and authority of the TPB). The FBC v2 has not changed substantially since October 2007.		
Council Report		
SMcG has prepared some amendments to this report following the TPB. AC reported that CEC Finance have noted some concerns arising from these amendments. AH to take this up with DMcG and resolve internally. This report is still scheduled for release to members on 14/12/07.	АН	11/12
Risk Allocation Matrices		
AF to issue final Risk Allocation Matrix report to CEC on 12/12. This take full account of BBS negotiations and will identify changes in private/public sector allocation during this process.		
CM noted that CEC Legal have some outstanding issues to resolve in relation to risk & the reporting thereof. AF to liaise with GL.	AF/GL	11/12
AOB		
In relation to the CEC Guarantee and the upcoming negotiations with BBS, AF asked who would be undertaking this on behalf of CEC? CM and RA were identified. DMcG or GL would ultimately sign off this agreement.		
AF also requested that the TS funding letter and the tie operating agreement be made available to BBS at the appropriate time. It unlikely that this would be before WG & MC's trip to Germany on 13/12.		
Next Meeting		
Monday 17 th December @ 4:00pm at Citypoint		
	Final Business Case It was noted that CM will liaise with GB to ensure that the governance section of the FBC mirrors that in the CEC Council Report (particularly the role and authority of the TPB). The FBC v2 has not changed substantially since October 2007. Council Report SMcG has prepared some amendments to this report following the TPB. AC reported that CEC Finance have noted some concerns arising from these amendments. AH to take this up with DMcG and resolve internally. This report is still scheduled for release to members on 14/12/07. Risk Allocation Matrices AF to issue final Risk Allocation Matrix report to CEC on 12/12. This take full account of BBS negotiations and will identify changes in private/public sector allocation during this process. CM noted that CEC Legal have some outstanding issues to resolve in relation to risk & the reporting thereof. AF to liaise with GL. AOB In relation to the CEC Guarantee and the upcoming negotiations with BBS, AF asked who would be undertaking this on behalf of CEC? CM and RA were identified. DMcG or GL would ultimately sign off this agreement. AF also requested that the TS funding letter and the tie operating agreement be made available to BBS at the appropriate time. It unlikely that this would be before WG & MC's trip to Germany on 13/12. Next Meeting	this with Transport Scotland. The TS IDM Board sits on 12/12. Final Business Case It was noted that CM will liaise with GB to ensure that the governance section of the FBC mirrors that in the CEC Council Report (particularly the role and authority of the TPB). The FBC v2 has not changed substantially since October 2007. Council Report SMcG has prepared some amendments to this report following the TPB. AC reported that CEC Finance have noted some concerns arising from these amendments. AH to take this up with DMcG and resolve internally. This report is still scheduled for release to members on 14/12/07. Risk Allocation Matrices AF to issue final Risk Allocation Matrix report to CEC on 12/12. This take full account of BBS negotiations and will identify changes in private/public sector allocation during this process. CM noted that CEC Legal have some outstanding issues to resolve in relation to risk & the reporting thereof. AF to liaise with GL. AOB In relation to the CEC Guarantee and the upcoming negotiations with BBS, AF asked who would be undertaking this on behalf of CEC? CM and RA were identified. DMcG or GL would ultimately sign off this agreement. AF also requested that the TS funding letter and the tie operating agreement be made available to BBS at the appropriate time. It unlikely that this would be before WG & MC's trip to Germany on 13/12. Next Meeting