

Post Office Limited Board Governance Map & Forward Plan 2023/24 (n.b. items are shaded where the item or date is tentative)													
Item	Origin of Request	Owner	Action Required	06/06/2023	11/07/23	11/07/2023 & 12/07/2023 Strategy Sessions	26/09/2023	31/10/2023	28/11/2023	30/01/2024	20/02/2024 - Additional	26/03/2024	Notes
STANDING ITEMS FOR PRESENTATION													
Welcome and Conflicts of Interest	Companies Act 2006 s.177	Chair	Noting	X	X	X	X	X	X	X	X	X	
Minutes from previous meeting	Terms of Reference	Company Secretary	Approval	X	X	N/A	X	X	X	X	N/A	X	
Matters Arising	N/A	Company Secretary	Noting	X	X	N/A	X	X	X	X	N/A	X	
Committee reports (verbal)	Terms of Reference	Committee Chairs	Noting	X	X	N/A	X	X	X	X	N/A	X	
CEO report	Terms of Reference	CEO	Noting & discussion	X	X	N/A	X	X	X	X	N/A	X	
Financial Performance Report (including Change Spend)	Terms of Reference	CFO	Noting & discussion	X	X	N/A	X	X	X	X	N/A	X	
Wrongful Trading Assessment	Request from Chairman - November 2023	CFO	Noting & discussion	-	-	-	-	-	-	X	N/A	X	
Approvals: spend over £5m; procurement risk exceptions (Contract and Sourcing Strategy Approvals)	Terms of Reference	Executive Team	Noting/ Approval	X	X	N/A	X	X (Procurement Strategic Pipeline)	X	X	N/A	X	The strategic procurement is scheduled as a discussion item periodically and this item is attended by the Director of Procurement. 31/10/2023: The Board requested that Business owners accompany the Procurement Director when they are seeking a contract approval.
STANDING ITEMS FOR NOTING													
Health & Safety Report	Terms of Reference	CFO	Noting	X	X	N/A	X	X	X	X	N/A	X	Scheduled as a discussion item bi-annually or annually, including violence and robberies reporting. The Director of Health and Safety, Environment and Business Continuity attends for these items.
Retail Performance Dashboard	Board Paper - 24/01/2022 confirming future submissions	Senior Operational Improvement Manager & Chief Retail Officer	Noting	-	X	-	-	X (Moved from September)	-	X	-	X	27/10/2023: Retail Performance Dashboard sent for noting only in January, March, July and October.
Remediation Matters: RU and Public Inquiry	Terms of Reference	RU and Inquiry Executive Sponsor	Noting	X	X	N/A	X (Remediation Unit Scope/Cost Increase)	X (Application of Conflicts Policy, OC Pecuniary Principles, PFA Triage case of Clive Malam - 30mins)	X (Inquiry Closing Submission)	X (Inquiry Reforecasting)	N/A	X	
Governance items: Forward Plan, Sealings, Meeting Dates	Terms of Reference	Company Secretary	Noting	X	X	N/A	X	X	X	X	N/A	X	
CYCLICAL ITEMS: (annual unless otherwise stated in notes column)													
Budget and performance against strategic plan	Terms of Reference	CFO	Approval for submission to Shareholder								X (including RU Budget and Inquiry Budget Approval)	X	Additional Board on 20/02/2024 to discuss the initial review of the 2024/25 budget. Final draft approved in March for submission to the Shareholder.
Three-year plan (to tie in with Government Spending review)	Terms of Reference	CFO	Approval for submission to Shareholder								X		To be scheduled.
Annual Report and Accounts	Terms of Reference	ARC Chair/ CFO	Approval		X			X (Only GE - 11th October)	X (GE, ARC and Board)				FY year end 31 March, deadline for filing 31 December but must first be laid in Parliament.
Network Performance Report	Terms of Reference	Network Strategy Delivery Director	Approval					X					Usually each September or October. The Report has to be laid in Parliament.

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Governance Report (terms of reference review; register of interests; matters reserved and delegated authorities)	Terms of Reference	Company Secretary	Approval									X	
Board and Committee Evaluations	Terms of Reference	Company Secretary	Discussion and Approval of recommended actions					X (Update on progress)				X	The Board and Committee Evaluations should be externally facilitated every third year to comply with the UK Corporate Governance Code and Public Sector guidance on corporate governance.
Code of Business Standards	Terms of Reference	Reena Chohan (People and Policy Compliance Manager) and Janene Mellor (Senior Employee Relations Manager)	Approval - No Presentation	X								X	
Modern Slavery Act Statement	Terms of Reference	Head of Customer Experience Strategy & Deployment / Retail & Franchise Network Director	Approval		X								The statement and recommended actions are discussed in detail at the ARC so Board discussion is usually minimal. The next approval will be required in July 2023.
Group Investigations & Co-operation with Law Enforcement Policy		Group Legal Director	Approval (following RCC and ARC approval)									X (TBC)	On hold since September 2021.
People Strategy (including culture)	Terms of Reference	Group Chief People Officer	Discussion										To be scheduled.
Succession Planning (including succession below Board and GE level)	Nominations Committee Evaluation & Board Action from 12 July 2022	Group Chief People Officer	Discussion				X (See Note)				X (Moved from January 2024)		Board discussion every 6 months. September 2023: This has not been added to the Board agenda for 26th September 2023 as a separate Succession Planning session has been scheduled on 30th October 2023, ahead of the October Board dinner and Board meeting. February 2024: Session will cover Strategic 1 and 3 year people plans. TBC: An update on the Employee Survey.
ESG	Terms of Reference		Discussion										To be scheduled.
Group Risk Policy	Terms of Reference	Chief Financial Officer	Approval							X (Annual Review)			
Corporate Social Responsibility Strategy	Marie Molloy Email 13/10/2022	Head of Corporate Responsibility & Social Impact & Group Corporate Affairs, Brand and Communications Director	Noting (either 10 minute slot or for noting with no presentation)									X (March or June 2024)	Marie agreed with Al Cameron this would be removed from the RCC and ARC forward planner as it did not align with the ToR. Richard Taylor and Mark Cazaly were advised this would go to GE and Board instead. Annual Item.
Communications and Stakeholder Strategy	Terms of Reference	Group Corporate Affairs, Brand and Communications Director	Noting										To be scheduled.
ITEMS SCHEDULED													
Operational/ Network													
Project Darwin	Stephen Faulkner-Atkinson Email 01/06/2023	Stephen Faulkner-Atkinson (Programme Manager) & Russell Hancock (Supply Chain Director)	Funding Drawdown/ Approval		X								

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Vehicle Leasing Request	Email from Alison Hoyland on 07/12/2023	Rob Leslie (Head of Fleet) and Procurement	Approval							X			
Finance													
Product Profitability Position	POL Board Action - 07 June 2022	Al Cameron (Group CFO) / Asha Patel (FP&A Director)	For discussion - 20mins									X	
Review of Business Performance Metrics and KPIs	Board Strategy Away Day - Next Steps Paper from 26th September 2023	Al Cameron (Group CFO) / Tim McInnes (Strategy and Transformation Director)										X	Review of Business Performance Metrics and KPIs in response to the Board's interest in how we measure performance outside profitability, as well as an assessment of new longer-term commercial opportunities in Platform Products.
Potential Waiver regarding Security Headroom	POL Board Action - 24 January 2023	Al Cameron (Group CFO) / Tim McInnes (Strategy and Transformation Director)			X								
Technology													
Assurance Framework for the Strategic Platform Modernisation Programme	Zdravko Mladenov email 30/05/22 and Anshu Mathur email 21/12/2023	Anshu Mathur (Group Assurance Director)	GE Decision, RCC & ARC (noting with presentation), Board (noting without presentation)									X	To be confirmed.
PCI DSS Programme	Email from Louise Lomax on 21/11/2022	Jeff Smyth (Enterprise Cloud & Data Transformation Director)	Approval - additional funding in excess of £2M		X								Approvals to be agreed with IADG first. Will then come to GE and Board.
SPMP Draw Down Submission	Email from Shelley Genery on 26/04/2023	Zdravko Mladenov (Group Chief Digital Information Officer)	Approval	X			X						
SPMP Review	Email from Helen Bussey on 18/08/2023	Tim McInnes (Strategy and Transformation Director)					X (Interim Update)	X					
PED Replacement Project	Email from Arti Khanna on 02/05/2023	Zdravko Mladenov (Group Chief Digital Information Officer)	Approval		X								
Copper Stop Sell	Email from Dominic Norman on 31/05/2023	Zdravko Mladenov, Group Chief Digital Information Officer	Funding Approval		X		X						Project Manager: Dominic Norman
American Express Agreement	Emails from Emma Hunter on 04/08/2023 and 05/09/2023	Zdravko Mladenov, Group Chief Digital Information Officer						X (Monthly GE only)					
Fujitsu Data Centre	Email from Dionne Harvey on 11/08/2023	Simon Oldnall (Horizon and GLO IT Director), Jeff Smyth (Enterprise Cloud & Data Transformation Director)	Approval - Further 1 year extension to 31st March 2025					X (During Procurement update)					
Technology Dashboard	POL Board Action - 09 March 2023	Zdravko Mladenov (Group Chief Digital Information Officer)	Noting					X					A Technology Dashboard will be presented periodically once NBIT rollout begins.
Microsoft Enterprise Agreement Renewal	Email from Praveen Pai on 23/10/2023	Chris Brocklesby (Chief Transformation Officer)	Approval									(GE Tactical - 6 March)	

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EUC Contract extension and increase in contractual spend under Reg72	Email from Mahi Palathoti on 14/12/2023 and 12/01/2024	Mahi Palathoti (Vendor Management consultant), Isabel Christophers (Interim IT Strategic Supplier Management Director) and Dionne Harvey (Head of IT Procurement)	Approval									X	
Transforming Technology: Horizon Replacement	POL Board Action - 11 July 2023	Chris Brocklesby (Chief Transformation Officer), Kelly Goodwin (Programme Director)	Approval										11/07/2023: ZM undertook to come back with a plan in relation to this option. NR asked that this process be tested in Q4. 18/01/2024: All options will be considered as we discuss plans beyond 2025. We are not working on our approach to cutover yet. This action will be closed on the understanding that the approach to NBIT deployment will be presented to Board in late 2025 and this will be included in the Board Forward Planner.
Commercial													
POL/ POMS Contractual Documents - Master Services Agreement (POL & POI) - Master Distribution Agreement (POL & POI) - Appointed Representative Agreement (POL & POI) - Multi Principals Agreement ([POI & BoI (UK) & Capital One (Europe)] & POL)	Email from Sarah Konarski on 23/11/2022	Paul Dashwood (Head of Commercial Contract Management)	Noting		X								
Post Office Insurance – Outsourcer Consolidation – Webhelp Contract Approval	Email from Russell Tavener on 02/05/2023	Owen Woodley (Deputy CEO)	Approval with no presentation				(Went to additional Board on 17/08/2023)						
Payzone Loan Agreement	Email from Kathy Togher on 29/06/2023	Barbara Brannon (Product Portfolio Director) and Christian Spelzini (Head of Legal - Corporate, Banking and FS)	Approval				X					X (Payzone integration 20-30mins)	19/12/2023: Payzone Integration moved from January to March 2024, with subsequent DBT approval sought by mid April.
Bank of Ireland FS Joint Venture Agreement	Email from Ed Dutton on 10/08/2023	Owen Woodley (Deputy CEO)	Approval - 20 mins						X				
Commercial Contracts – PUDO/ Mails Update	Email from Barbara Brannon on 06/09/2023	Owen Woodley (Deputy CEO)	Noting						X				This will set out the conclusion of the contracting processes for Parcels 2 Go, Evri and DPD
Mails Strategy - Immersion Session	POL Board Action - 28 March 2023	Owen Woodley (Deputy CEO) / Neill O'Sullivan (Managing Director Parcels and Mails)				X							21/06/2023: Will be covered in Strategy Session. Owen has also offered separate deepdive sessions if Board Members would like this.
Combined Strategy - Next Generation Mails Automation and Second Device	Emails from Stacey Collins on 29/08/2023 and 19/10/2023	Martin Edwards (Network Strategy & Delivery Director) and Martin Roberts (Chief Retail Officer)	Approval - 10mins					X (Monthly GE only)	X (Included in Procurement paper)				Approval of the Business Case and the self-funding solution detailed therein, and to provide delegated authority to IADG to approve funding following GE and Board.
Mails strategy implementation/ post peak update	Request from Chairman - Commercial/ trading activity at Board	Neill O'Sullivan (Managing Director - Parcels and Mails)	Discussion									X	
ATM Contract/ Spend approval	Email from Ross Borkett on 14/09/2023	Ross Borkett (Head of Banking)	Approval/ Decision						X				

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Banking Framework 4	Email from Barbara Brannon on 26/09/2023	Martin Kearsley (Product Portfolio Director - Banking, Payments and Transactional Products)	Discussion/ Approval						X (deal approach, market context and emerging deal)	X (agree our negotiating strategy and commercial envelope for negotiation)		X (Interim Update)	Final deal sign off at Board Meeting on 04th June 2024.
Scottish Notes - Progress Update		Russell Hancock (Supply Chain Director)	Noting							(Update in CEO Report)		X (GE and Board)	
Branch Hub 2.0	Email from Sheela Venkat on 30/10/2023		Approval - Funding						X				
Yoti sub-Contract/ GDS One Login contract	Email from Elinor Hull (Identity Services Director) on 05/06/2023	Owen Woodley (Deputy CEO)/ Elinor Hull (Identity Services Director)	Approval		X								
WHS Contract	Email from Nicola Stevens on 19/01/2024	Nicola Stevens (Head of Partnerships)	Approval									X	HS - Potential Conflict of Interest for this agenda item
Briefing on changing to Agent status for Banking services / Briefing on changing to Agent status for Banking services	Email Exchange between Rachel Scarrabelotti and Martin Kearsley 17/01/2023	Martin Kearsley (Product Portfolio Director - Banking, Payments and Transactional Products)	Decision										
Postmaster/ Customer/ other Stakeholders													
Inquiry SteerCo Terms of Reference and managing potential conflicts of interest in the Inquiry Steerco's decision-making	Email from Tom Crawford on 26/05/2023	Diane Wills, Historical Matters Legal Services and Public Inquiry Director	Decision		X								
Plan for HIJ/ Phase 3	RCC Action 27/06/2023	Simon Oldnall (Horizon and GLO IT Director)							X				RCC ACTION from 27/06/2023: The Chair requested SO consider clear metrics that show the progress being made and the impact the changes have brought in relation to HIJ.
SME opportunity for POL	Board Strategy Away Day - Next Steps Paper from 26th September 2023	Martin Roberts (Chief Retail Officer), Owen Woodley (Deputy CEO) and Barbara Brannon (Product Portfolio Director)										X	An outline of the known SME opportunity for POL across product areas, and the planned activities to build a strategy for improving our SME proposition by the Spring. This builds on discussions in July on how we can do more with small business customers.
Overview of our Retail Plan / Retail Operations Plan	Board Strategy Away Day - Next Steps Paper from 26th September 2023	Martin Roberts (Chief Retail Officer)								X (NED Sessions)			An overview of our Retail Plan which sets out all planned changes happening to support Postmasters and how we manage and prioritise deployment of this pipeline of change. 29/12/2023: As agreed with Nick, the Retail Operations Plan will be discussed and presented in smaller groups to Board members over January rather than at the Board meeting.
Authorised Signatories List (Addition of Deputy Company Secretary)	Email from Rachel Scarrabelotti on 30/06/2023	Rachel Scarrabelotti, Group Company Secretary	Decision						X				
Extending the waiver of privilege (Rebuilding Trust section)	Email from Hollie Waugh on 06/07/2023	Diane Wills, Historical Matters Legal Services and Public Inquiry Director	Decision				(Went to additional Board on 17/08/2023)						
Ethos Programme (culture transformation)	Email from Helen Bussey on 18/08/2023	Owen Woodley, Deputy CEO	Discussion				X		X				Update scheduled for 04 June 2024

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Post Office Brand	POL Board Action 06/06/2023	Richard Taylor, Group Corporate Affairs, Brand and Communications Director	Discussion					X					
External Policy Review	Board Strategy Away Day - Next Steps Paper from 26th September 2023	Tim McInnes (Strategy and Transformation Director)								X			26/09/2023: An update on the external policy review work being commissioned by POL, that will inform discussions with DBT on their policy position as well as wider pre-election engagement activity. Work on this external review has now commenced.
Media Strategy	Action - 31st October 2023	Richard Taylor, Group Corporate Affairs, Brand and Communications Director	Discussion									X (TBC)	
Branch Marketing Plans	POL Board - 31/10/2023	Martin Roberts (Chief Retail Officer), Laura Joseph (Director Customer Experience, Marketing & Digital)	Discussion							X			
Postmaster Back Office Remuneration/ operational excellence incentives	Email from Chrysanthi Pispinis on 24/11/2023	Martin Edwards (Network Strategy & Delivery Director)	Approval - 20mins at GE and 15mins at Board							X (Monthly GE)	X		
Grant Thornton governance review & next steps	Email from Chrysanthi Pispinis on 12/12/2023	TBC	For approval - 15 mins							X (Noting and Input)		X (For Approval)	