
From: Leigh-Pemberton, James - UKGI <[REDACTED]> GRO
Date: Sunday, 13 September 2020 at 12:19
To: Robert Swannell <[REDACTED]> GRO, Jane Guyett <[REDACTED]> GRO
Subject: RE: Some advice please

Dear Robert,

I agree with Jane. I don't think that your involvement in the critiquing of the Board paper in any way prevents you from oversight and management of the debate of its contents at the Board meeting. I think there is a good case for saying that familiarity with its contents and how it was generated enhances your ability to chair the discussion. More generally, I am sure we will all have had occasions when the Chair has had a hand in Board papers on which he /she then leads the discussion.

Very good to hear that the NED plan has been agreed. I hope that you are right that it sets the table for agreement on the principles and also the execution detail for finding your successor.

Best wishes,
James.

From: Robert Swannell <[REDACTED]> GRO
Sent: 12 September 2020 08:43
To: Jane Guyett <[REDACTED]> GRO
Cc: Leigh-Pemberton, James - UKGI <[REDACTED]> GRO
Subject: Re: Some advice please

Many thanks Jane, that's helpful. James, let me know if you disagree.

Have a great weekend.

With best wishes

Robert

From: Jane Guyett <[REDACTED]> GRO
Date: Friday, 11 September 2020 at 16:28
To: Robert Swannell <[REDACTED]> GRO
Cc: "Leigh-Pemberton, Ukgi" <[REDACTED]> GRO
Subject: Re: Some advice please

Hello Robert,

Good news on the succession plans, well done.

On the second part, am I correct in understanding that Caroline was our NED assigned to NDA ?

In this sense, we didn't seem to become overly concerned about conflicts, and I don't recall it being an issue.

Caroline would be unconflicted on POL, and it's a good suggestion if Caroline is the clear, designated lead. I don't think you should be too concerned about your involvement.

POL has the advantage that we were significantly more critical of their approach throughout.

FYI, I am the NED on POL and think I should not be too involved.

Thank you

Jane Guyett

GRO

On 11 Sep 2020, at 14:56, Robert Swannell <GRO> wrote:

Dear Jane and James,

First the good news, I heard yesterday that both the Chancellor and EST have approved our revised NED succession plan. I have yet to see the submission by HMT/read out but my assumption is that, as well as for Robin and Jitesh being extended for a year, it also covers both of you and Caroline; I will confirm this when I am 100% certain. But it clears the way for your succession plan for me to be approved through this year. By the way one head-hunting firm that could claim to have strength in this space is Odgers. I mention because in 5 mins I am going to tell them I have no interest in Chairing the HMRC Board, entertaining though bits of that might be!

On less appetising news, on POL we are now in a position, because of work done by Herbert Smith, to look back over time and do a full lessons learned on the litigation. I want the team to get on with this now because it is clear there will be/already are other enquiries and it is also clear from the High Court Judgements that mistakes/misjudgements have been made at POL. So I would like to agree the scope of the report in September and for the concluded report to be considered at our Board in November.

It should be broadly like the second version of the NDA assessment in approach and shouldn't hold back where we can see issues from which we

can learn but I think it should be focussed on learning rather than assigning blame. On the NDA, Caroline and I worked with Elizabeth to critique the work before it came to the Board. This time the work will be led by Richard Watson but again Caroline has kindly agreed to help. I had also volunteered to do so again. On reflection I wondered if that was right or whether I should hold off getting involved in the paper for the Board to allow me to lead the debate on its findings objectively as Chair. The counter argument is that it is an important matter and that, as Chairman, I should get immersed in the detail and so better able to help shape the report to the Board. I don't want to seem squeamish about rolling up my sleeves but in this case where it is clear that, rightly or wrongly, we will be amongst those in the firing line our governance should be seen to be robust.

So the question to both of you is: Do you think I should be one of two NEDs, with Caroline, to help critique the report as it is developed or should I reserve myself for the Board? Of course even in the latter route I would do my homework on the base material where feasible.

Have a very good weekend.

With best wishes

Robert

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