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**From:** Benjamin Tidswell [GRO]  
**Sent:** Fri 23/12/2022 6:04:15 PM (UTC)  
**To:** Henry Staunton [GRO]; 'Henry Staunton' [GRO]  
**Subject:** Re: Tom Cooper- STRICTLY PRIVATE AND CONFIDENTIAL

Thanks Henry.

I agree it will be very tricky but I also agree it seems inevitable.

My sense is that it will require firm engagement at the highest levels, both within UKGI and BEIS. It probably also fits quite naturally into the suite of difficult subjects we have to broach in the next few weeks, including the funding issues, the network and Nick's pay. I suspect everyone feels that things aren't working as they should.

As far as the board is concerned, the new blood is essential - there is a feeling we have lost quite a bit of focus and purpose, with all the changes alongside various frustrations. A reset is very much in order and should I hope be very achievable.

I'm about in early January if you want to chew anything over.

All best

Ben

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**From:** Henry Staunton [GRO]  
**Sent:** Friday, December 23, 2022 4:35 PM  
**To:** Benjamin Tidswell [GRO]; 'Henry Staunton' [GRO]  
**Subject:** Tom Cooper- STRICTLY PRIVATE AND CONFIDENTIAL

Ben ,

As the future SID I wanted to copy you in on an email received from Nick today .

Removing Tom is very very tricky territory , trickier than Nick imagines . However , it needs to be done I fear . We will then have a unified Board with the Execs and NEDS working together to sort out PO's issues .

We must get away from the carping , the undermining of management and the disproportionate influence Tom has over the Board . Nick , you and I will have to work hard with our three new NED colleagues and Brian to have a proper functioning Board that knows the difference between the ED and NED roles . I know I can rely on you and think Brian can be won round .

You will see that Nick has other issues wrt the role of the UKGI NED which Tom does not fulfil .

I am seeing Sarah Mumby in early Jan - will keep you posted .

BW ,

Henry

Sent from [Outlook for iOS](#)

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**From:** Henry Staunton [GRO]

**Sent:** Friday, December 23, 2022 3:34 pm

**To:** Nick Read [GRO]

**Subject:**

Nick ,

I think there is no getting away from the issue . It was the pathway to getting the right result that I was reflecting on and your email made good sense . I am in on 3 January seeing Sarah Mumby and will pop into the office after that . If you are in we can discuss in specific detail .

BW ,

henry

Sent from Outlook for iOS

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**From:** Nick Read [GRO]

**Sent:** Friday, December 23, 2022 9:15:24 AM

**To:** Henry Staunton [GRO]

**Subject:**

That's a fair summary Henry.

My primary issue with Tom is that he fails to fulfil his role, which is to act as an interface between the company and government and to act as a 'cheerleader' for what we do and the value we play in society. Nothing about the way he conducts himself suggests this happens. He has little or no influence in Government and he doesn't understand the politics. I am consequently fearful for the next 4 weeks and how we are being positioned in Whitehall. Deeply disappointing...and it needs to change. I would encourage you to lobby Charles Donald and to raise the issue with the PS. I will also be asking Charles Donald what progress he has made on 'removing him' (Donald's words). The additional problem is the Inquiry and Tom's reluctance to distance himself from it. He is determined to stay and influence how we position POL and compensation, so that he can effectively manage his own reputation and that of UKGI. He of course was on the Board when the judge was recused and fundamental questions were raised over governance. This is a material conflict. He has said to me on occasions he is going nowhere until the Inquiry is over – this is his core driver...not the long term future of Post Office.

At the Board he has asymmetric information and therefore an undue influence over everyone, the Chair included. He is simply much closer to the day to day mechanisms of the business, has an army of analysts to delve into his personal areas of interest and, consequently, undue influence.

Tim did duck it. He felt he could influence him...sadly no evidence of that.

The opportunity and challenge for any incoming NED will be corporate knowledge, history and how Government works. Getting the selection right of course will be important, but I am afraid you will struggle to have an effective and most importantly, independent Board, until you address the elephant in the room.

Nick

**Nick Read**

Group CEO

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**From:** Henry Staunton [GRO]  
**Sent:** 22 December 2022 21:59  
**To:** Nick Read [GRO] >  
**Subject:**

Nick ,

Have a think over the Christmas break on how we might effect that change you referred to .

In the past I have had a couple of NEDs who have struggled with understanding the difference between EDs and NEDs . They were both new to the NED role . I took them out to lunch / coffee and explained it was not going well . Interestingly they both said they thought they were being “ helpful”! They both got the message and changed their behaviour .

Unfortunately Tom is not inexperienced ; he feels he has a special status ; and I do not think he wants to be “ helpful “ . He seems to want to undermine management and to be antagonistic .

We do have an opportunity with three new NEDs . We need to invest time with them so that Tom is isolated . Ben is sensible and I think Brian can be won round .

Tim said he ducked the “ Tom issue “ but we need to tread carefully if we are to sort it .  
Henry

Sent from [Outlook for iOS](#)

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**From:** Nick Read [GRO]  
**Sent:** Thursday, December 22, 2022 3:38:19 PM  
**To:** Henry Staunton [GRO]  
**Subject:**

Thank you Henry.

This is part of the problem. NED's attempt to play exec roles, dipping in and out, which causes confusion amongst colleagues. Unfortunately because Tom works 4 days a week on POL, he sets a precedent. This needs to change.

Nick

**Nick Read**  
Group CEO

EA: GRO

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