

Conversation with Ben Tidswell (Senior Independent Director, Post Office Limited)

1. Ben Tidswell called me and said that he believes that Henry Staunton should not remain in his post as POL chair. In Ben's view, Henry's behaviours and values are not consistent with those of the company.
2. Ben talked me through evidence relating to these behaviours:
 - (i) Once Henry started being investigated because of comments made during a recruitment process, he changed his behaviour and tried to delay both the investigation into him and the separate one (relating to the employment tribunal) into Nick Read (CEO). He put pressure on people, including Ben Tidswell, Amanda Burton (RemCo Chair) and Karen (the Chief People Officer) to stop the investigations or reduce their scope. Henry has been heard to say 'the investigations must stop' and that he 'will ask the Board to stop' them.
 - (ii) Henry had behaved like this previously in relation to an investigation about a balance that was unpaid by a Non-Executive Postmaster NED from POL's Board (which is a six-figure sum and could be regarded as a loan because it has not yet been repaid).
 - (iii) Ben thinks that Henry is seeking to divide the Board. Last Thursday, Henry had called a Board meeting that was nominally supposed to be about seeking feedback but instead Henry used it to say that he has decided to stop the external search for a new Senior Independent Director. During the meeting, he congratulated another POL Board member (Andrew) for taking on the new role and said that he had instructed the Post Office's Board secretary to stop the search process, which has been advertised and is underway. None of this was with approval by the Government as shareholder. Ben Tidswell pushed back by email and the search is still ongoing.
 - (iv) Ben believes that Henry has shown a cavalier approach to whistle-blowing. He does not understand the importance of it within a public sector context and has said that other companies he has worked in would not regard it as appropriate to handle the investigations to investigate allegations in the same way as the Post Office is doing.
 - (v) Henry has shown 'extraordinary' behaviour towards Ben Foat (POL's General Counsel), accusing him of being 'power-mad' and 'Machiavellian' by supporting the investigations of him. This criticism has been personal in tone and made to Ben's face, as well as behind his back. A specific example included that Henry had written down unpleasant comments about both Ben and Martin Roberts, which then was shared with the whole of the Board.

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- (vi) Henry has also been aggressive towards the Chief People Officer, Karen, and aggressive to Kathryn Sherratt (the interim Finance Director). Karen has said that these behaviours should not be seen, not least within POL given the past issues with their culture. Ben has heard that lots of Post Office staff are discussing them. The Chair has not been into the office during this calendar year.
 - (vii) Henry has also misrepresented what people have said, such as during a recent meeting that discussed a proposed Culture Committee.
 - (viii) Ben Tidswell experienced direct aggression from Henry himself last week. He accused Ben of orchestrating the investigations. Ben told him that Henry had a conflict of interest in relation to the Nick Read investigation because Henry is being investigated himself and this led to a heated exchange of words.
 - (ix) Ben also mentioned that Henry has treated Lorna Gratton unreasonably, showing a disparaging approach to her role and treating her in a misogynist way (e.g. ignoring her attempts to speak in meetings). Ben said that many of the Board members have a low level of trust in Henry.
 - (x) Henry has repeatedly asked for more money for Nick Read, saying that he is supporting Nick, despite the fact that (as far as Ben knows) Nick is not asking for higher remuneration and that everyone should already be clear that no increase is going to be approved.
3. Ben told me that Henry is due to be interviewed as part of the investigation tomorrow afternoon (Tues). He also mentioned that there will be written evidence provided by [REDACTION] who made the original allegation about Henry's behaviour). Ben reported that Amanda Burton and he were of the view that the Government as shareholder should move quickly to take action because Henry's behaviours are problematic and are causing disruption in the business.
4. I said that we would need to consider next steps carefully, in light of the evidence that Ben had shared with me. In light of timings, my expectation was that we could advise the Perm Sec and Ministers quickly but that any decision on action would take place after the scheduled investigation interview. I felt that this would be sensible. We also discussed contingency arrangements if Henry were to decide to resign.

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