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| T-PM10604 | PROJECT BOARD MEETING AGENDA AND MINUTES |

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| Project Board Meeting No | 01 | | |
| Project Name | Chennai (Perur) 400 MLD Sea Water Desalination Plant - PMC | | |
| Project Number | 7061563 - 7061569 | | |
| Meeting Date | 1 February 2020 | Start Time | 11:00  a.m.  p.m. |
| Venue | Delhi and Bangalore Offices | Finish Time | 03:30  a.m.  p.m. |

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| ATTENDANCE | | |
| BOARD ATTENDEES / PD | Board  Dr Uma Maheshwaran (UM)  Dr Janardhan Sundaram (JS)  Mr Andrew Mckune (AM)  Mr Salim Fahim (SF)  Mr Mark Fox (MF) | Project Director  Mr Srinivasrao Sunkerala (SS) |
| ALSO ATTENDING | Mr Rakesh Kamboj (RK)  Mr Nirup Jayath (NJ) | Mr Subhash Nautiyal (SN)  Mr Younis Bhat (YB)  Mr Revanth Goud (RG) |
| APOLOGIES | None |  |

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| 1. Action list from previous project board meeting/s | | | |
| PERSON RESPONSIBLE | ACTION | TIMELINE | STATUS |
| N/A | N/A | N/A | N/A |

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| 1. minutes | |
| 1. PRESENT STATUS | |
| * 1. Time based or milestone | Time Based |
| * 1. Total duration and how many months to it | 77months. Commencement date 20 January 2020. |
| * 1. Delivery status (whether reports/physical works are on schedule or delayed) | On schedule |
| * 1. Expected project completion date | 19 January 2027 |
| 1. DELIVERY SCHEDULE | |
| Next major milestone (list all in next 3 months and anticipated date of delivery)   * 1. Draft PQ document to be submitted by 24 Feb 2020   2. Inception report by 29 Feb 2020 (was due by 22 Feb 2020)   3. Final PQ to be published by end of March with 60 days response time   4. RFP targeted to be submitted to client by end August 2020   ***The meeting minutes of 9th December issued by the client with regard to the revised delivery schedule to be officially circulated to JV Board and made as an appendix in our JV agreements.*** | |
| 1. RESOURCES AND JV Partner ISSUES | |
| * 1. SMEC resources (replacements, performance issues) * Faayaz, identified as a Technical lead for the project, will be applying for his business visa by today and he is expected to be in India by next week (as an overhead resource for management) * Replacement of named resource and key positions (Pipeline Expert and Electrical Expert) shall be identified and submitted to the client for the approval as both named resourced declined to join * AM and SS to interview one other potential candidate for the role of TL on Feb 25, 2020. * Hemanth Chadda (Finance expert) to be mobilised by mid of March * Project Director to confirm list of key replacements and urgent mobilisations ***– ( add information from the Presentation – to be circulated by SS shortly)*** | |
| * 1. JV Partners (replacements, performance issues)   JV Board meeting to be arranged before 6 March 2020. Required as a pre-requisite for next Board meeting.  It was agreed that Salim Fahim and Andrew McKune represent SMEC International and SMEC India respectively on the JV Board. | |
| 1. VARIATIONS | |
| * 1. If any VO is required or being processed   We should track the utilization of resources prior to Notice to proceed – Especially Roderick and Senthil for a potential variation | |
| * 1. Any action needed to follow up release/processing of VO   Not anticipated as of now | |
| 1. PAYMENTS | |
| * 1. Whether SMEC invoices are submitted to client as per contract   *Advance (5%) and 1st Invoice is due (time based), which will be submitted by 5th March 2020. Along with reimbursable expenses for office set up and other expenses.* | |
| * 1. Whether all submitted invoices have been paid. If not, which invoice remain unpaid   N/A | |
| * 1. Actions needed to follow-up client payment to SMEC invoices   *The CMWSSB Board has agreed to review the JV request to reimburse the JV registration costs. This has been mandated by JICA and SMEC is to follow up with CMWSSB by 15 March 2020. Thereafter to process invoice for reimbursement at the earliest.* | |
| * 1. Whether payment/s due to sub-consultants have been released   N/A | |
| 1. PROJECT FINANCIAL STATUS AS PER THE LATEST MONTHLY PROJECT PROFITABILITY REPORT | |
| * 1. Project Plan to be prepared before next PBM. | |
| * 1. Capex plan as presented was accepted and approved. | |
| * 1. Opex plan as submitted was rejected and needs to be reworked and submitted back to Board by 28 Feb 2020 | |
| * 1. 3 month plan for revenue / billing / deployment to be presented by RK after working it out with SS by 28 Feb 2020 – ***Due to the accelerated program, the bidding team has been mobilised and are working parallel to the technical team. Hence this create additional billing during the first 9 months of the project duration*** | |
| 1. RELATIONSHIP WITH THE CLIENT (INCLUDING COMMENT RE EXECUTIVE LIAISON WITH CLIENT)   Good | |
| 1. RISKS   In order to cover the delays in Procurement process, it is decided to keep one more local procurement expert to support the contract specialist during the bid process management. | |
| 1. INTEGRATION WITH SMEC/SJ GROUP   Satisfactory | |
| 1. ANY ISSUES THE PM/TL LIKE TO RAISE   Submission of Advance BG in revised format is critical and needs to be submitted to client before we raise the first monthly invoice. | |
| 1. ANY COMPLIANCE RELATED ISSUES   None | |
| 1. OVERALL OBSERVATION OF THE PROJECT BOARD   The Chair of Board (UM) advised that Project Board should be more organized from next time and the Project team should be well prepared before the Project Board meeting.  JV Project Board meetings to be pre-requisite to internal PBM.  The DMS is to be fully operational with all key documents in place before next Project Board Meeting. | |

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| 1. Action list from this board meeting | | | |
| PERSON RESPONSIBLE | ACTION | TIMELINE | STATUS |
| Mandate | UM to Chair the Chennai Desal Board. The nominated members of Board are JS, AM, MF & SF. It is mandatory for the PBM that min 3 out of 5 Board members to be present. | Info |  |
| SS | Mandated by Dr. Uma to have a weekly meeting with the technical team and minutes to be uploaded in the DMS. | Weekly |  |
| AM | Andrew to look at the invoicing schedule and update Dr. Uma. | 05th March 2020 |  |
| SS | To give fortnightly report in the mail to Andrew and cc to board members as the responsibility of PD. | Bi Monthly |  |
| SS | Team Organization chart to be prepared and uploaded in the DMS. | 05th March 2020 | Already available in PPT |
| YB | Project plan is not yet done and Younis is selected as a PM to prepare the project plan and update in the Epicor. |  |  |
| SS | Communication protocol needs to be setup immediately. | 28th Feb 2020 |  |
| SS | Registration was delayed but has been done. JICA has agreed it should be reimbursed. PD to chase | 15th Mar 2020 |  |
| SS | Letter has been submitted to CMWSSB Board requesting approval for payment of the JV registration. | 15th March 2020 |  |
| AM | New office for Chennai Desal to be available from 6 March 2020. Confirmation required that all ICT and hardware will be in place by 6 March 2020. | 06th Mar 2020 |  |
| YB | All Project Team to be given SMEC toolkit for Project Management – Training to be scheduled if required. | 28th Feb 2020 |  |
| YB | MPR to be prepared and signed by TL, or YB in the absence of TL with the help of Senthil | Monthly |  |
| RK | BG to be available within week of 29 Feb 2020 for SMEC India. Rakesh to provide update by 29 Feb 2020. BG for SMEC International is currently an issue due to the value, and Umesh is in discussions with Group Treasury. Need to chase to get it before 5th of March 2020 | 28th Feb 2020  04th Mar 2020 |  |
| RK | Summary of expenses vs reimbursable budget to be shared with Board  Invoicing plan to be submitted | 25th Feb 2020 |  |
| SS | PD to submit mobilization schedule by | 28th Feb 2020 |  |
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| YB | All the documents to be uploaded in DMS including project planning, organogram, MoMs, Data etc. | 28th Feb 2020 |  |
| AM | AM & SF will chair the JV Board. AM to ensure JV Board is held and review the JV agreements. | 6th Mar 2020 |  |
| RK | * Capex presented and approved * Update on Capex procurement to be provided by 28 Feb 2020 * 3D printer has been approved for purchase by Chairman Desal Board/COO | 28 Feb 2020 |  |
| YB  RK | * The Board disapproved the request to purchase the vehicles * The allocation of office rental is to be reworked (between Desal, CMRL) * Approval to proceed with 3 one-bedroom apartments for seven-year period at Citadines. Must negotiate better than the INR3000/mth * Submit the revised Opex by 28 Feb 2020 in consultation with PD * Once Opex is approved, it is required to be presented monthly via a recon | 28th Feb 2020 | RK need to consult with SS for finalizing OPEX. |

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| 1. next project board meeting | | | |
| SUBJECT | VENUE | DATE | TIME |
| Chennai Desal Project Board No. 2 | VC/Zoom | 6-Mar-20 | 08:00 – 09:00 |
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