



**Board of Directors Meeting of the
Utility Regulation and Competition Office ("OfReg")
held on Thursday, 6 December 2018,
at its Offices, 3rd Floor Alissta Towers
General Meeting 11 of 2018**

Minutes

In attendance:

Dr. the Hon. Linford Pierson, Chair (Chair)
Mr. Ronnie Dunn, Deputy Chair (RD)
Mr. Frank Balderamos, Non-executive Director (FB)
Ms. Melissa Lim, Non-executive Director (ML)
Mr. Rudy Ebanks, Non-executive Director (RE)
Mr. Duke Munroe, Acting CEO/Chief Fuels Inspector (ACEO/CFI)
Mr. Alee Fa'amoe, Executive Director ICT (EDICT)
Mr. Gregg Anderson, Executive Director Energy & Utilities (EDEU)
Dr. John Epp, General Counsel/ Secretary (GC/S)
Ms. Alison Maxwell, Assistant General Counsel/ Assistant Secretary (AGC/AS)

Mr. Christen Suckoo, Chief Operating Officer (COO) (by invitation of the Chair)
Mrs. Melissa Powery, Financial Controller (FC) (by invitation, for item 6)

Start: 11:00 AM End: 4:00 PM

1. General

- 1.1 Welcome and Prayer
Chairman welcomed all members and said a prayer.
- 1.2 Approval of Agenda
Motion, RE and seconded by ML: that the agenda as amended be adopted for this meeting. CARRIED
- 1.3 Remarks
Chair welcomed COO to the meeting and noted that the job description of the COO was now settled, and that shortly the COO would complete a non-disclosure agreement.

Chair reminded members of the requirement to submit reports and papers five days before the meeting unless the topic to be addressed was a late arising and urgent matter.

Chair reported that he had met with the Editor of the Cayman Compass and that a positive conversation was had.



Chair suggested that all Executive Members attend meetings of the Public Accounts Committee and the Finance Committee when any questions were likely to be raised about OfReg.

2. Declaration of Interest:

RD declared his consultancy work for the HSA and indicated that he would recuse himself from the meeting should the Smith Road Centre matter be discussed.

3. Minutes of Previous Meetings

3.1 Approval of the Minutes of:

- General Meeting, held 8 November 2018

Motion: FB, seconded by ML: that the minutes as amended (remove item 7.1 Fuel Inspector's vehicle) are approved. CARRIED

- Special Meeting 5 of 2018 held 22 November 2018

Motion: FB, seconded by RE: that the minutes circulated as "v4" are approved. CARRIED

3.2 Matters (Actions) Arising From Previous Minutes Not Covered in Agenda

- Deferred

4. Board Matters

4.1 Board Correspondence

Letter from OfReg (Secretary) to Cabinet Secretary 9 November 2018 requesting approval of recommended stipend for Risk and Audit Committee Chair.

Email from OfReg (Chair) to Cabinet Secretary 27 November 2018 re PAL consultation and CEO.

Email from Cabinet Secretary to Board (Sec) 4 December 2018 re Risk and Audit Chair, stipend – required a Cabinet Paper.

4.2 Board Administration:

4.2.1 Annual Plan 2019

NEDs agreed to provide any concerns in writing to the Executives within one week and the Executives will provide a reply.

4.2.2 Board decision on office relocation

The Board expressed the view that due to a need for fiscal restraint the relocation of the office should be postponed.

4.2.3 Board decision on vehicle branding

The Board expressed its disappointment that its prior directive to brand all vehicles supplied by OfReg had not been carried out.

Motion RD, seconded ML: that the Board reconfirm the decision made by the Board on the branding of vehicles supplied by OfReg, to be complied with by 2018-12-31. CARRIED.

4.2.4 National Planning Framework consultation

OfReg was aware of the consultation and would be giving input.

4.2.5 Board Policy to be issued in accordance with section 32(1) of URC law



Query: is section 32(1) displaced by sections 31(1)(2) and 47 of PAL? GC asked to consult with RD and to draft a request for an opinion from the Attorney General.

4.2.6 Interpretation of s 30(2) of URC Law

Query: is section 30(2) displaced by sections 31(1)(2) and 47 of PAL? GC asked to consult with RD and to draft a request for an opinion from the Attorney General.

4.2.7 Internal policies and procedures update

COO reported that the Employee Handbook was not ready for submission to the Board.

4.2.8 Human Resource Plan update

COO reported that steps had been taken to establish formalised performance management.

4.3 Risk and Audit Committee (Appointment of the Chairman)

The A/GC was asked to write a draft Cabinet Paper regarding the stipend.

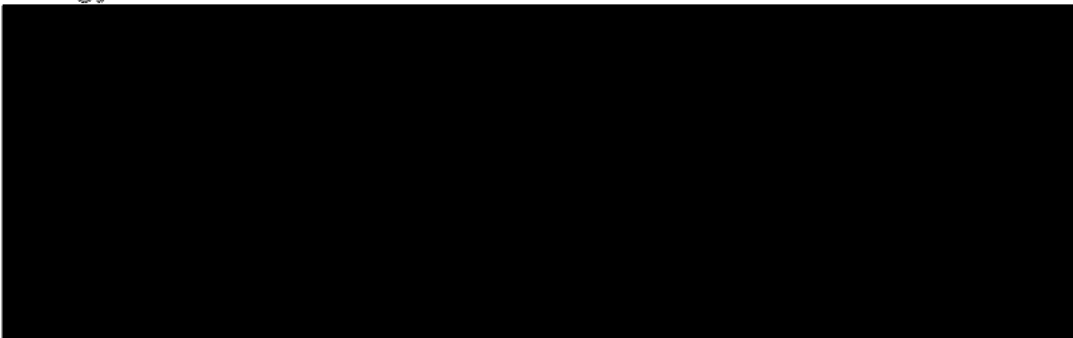
4.4 Board Members Declaration of Interest for 2019

The Board Members completed declarations in 2018. Consideration was to be given for procedure, and submission date, of declarations for future years.

5. Regulatory

5.1 Energy and Utilities

5.1.1



5.1.2 Water Authority Company, Licensing and Funding

EDEU presented a paper titled "Water Sector Statutory and Regulatory Fee Collection Mechanism" for discussion.

He reported on the WAC negotiation.

5.1.3 Approval of CUC's C44L-04 Business Case (deferred from last meeting)

The Board deferred the matter pending a written recommendation from the EDEU and EDICT.

5.1.4





[REDACTED]

5.1.5 CWC licensing negotiations update
EDEU provided a report on the negotiations with CWC, and the Board considered the terms of the potential licence.

5.2 Fuels
5.2.1 Deferred.

5.3 ICT
5.3.1 ICT Monthly Update
EDICT noted his report was in the Board Papers.

5.3.2

[REDACTED]

Items 5.1.1, 5.1.4, 5.3.2 redacted under Sec 19 PAL regulatory decision.

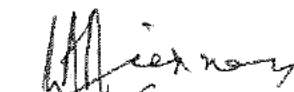
6. Chief Executive's Report

- 6.1 Acting CEO report
The ACEO noted that his report was in the Board Papers and provided a brief update.
- 6.2 Report of the Financial Controller
(the FC joined the meeting)
FC presented her report and responded to questions.
(the FC left the meeting)

7. Any Other Business

- 7.1 Fuel Inspector's vehicle replacement
A discussion of the recommendation by DVES to replace the vehicle was completed. The Board did not agree with the recommendation and directed that the vehicle was to remain in service during 2019.

8. Date of next meeting: January 10, 2019


Chair

Date: , 2019