



**Board of Directors Meeting of the
Utility Regulation and Competition Office ("OfReg")
held on Thursday, 29 August 2019,
at its Offices, 3rd Floor Alissta Towers
General Meeting 6 of 2019**

Minutes

In attendance:

Dr. the Hon. Linford Pierson, Chair (Chair)
Mr. Ronnie Dunn, Deputy Chair (RD)
Mr. Rudy Ebanks, Non-executive Director (RE)
Mr. Paul Byles, Non-executive Director (PB)
Mr. Phillip Ebanks, Non-executive Director (PE)
Mr. Alee Fa'amoe, Acting CEO/Executive Director ICT (ACEO)
Mr. Gene Banks, Non-executive Director (GB) (departed after item 2)
Mr. Gregg Anderson, Executive Director Energy & Utilities (EDEU)
Mr. Duke Munroe, Chief Fuels Inspector/Director Fuels Markets (CFI)
Dr. John Epp, General Counsel/ Secretary (GC/S)
Ms. Alison Maxwell, Assistant General Counsel/ Assistant Secretary (AGC/AS)
(departed at noon for annual leave)
Mr. Sonji Myles, Deputy Director ICT(DEDICT) (by invitation, item 5.8)

Apologies:

Mr. Christen Suckoo, Chief Operating Officer (COO) (jury duty)
Mrs. Melissa Powery, Financial Controller (FC) (family illness)

Start: 10:20 AM End: 5:00 PM

1. General

- 1.1 Welcome and Prayer
The Chair welcomed all members and the GC said a prayer.
- 1.2 Approval of Agenda
Motion, RE and seconded by PE: that the agenda as amended (items 4.1, 4.2, 5.8 and 7) be adopted for this meeting. CARRIED
- 1.3 Remarks by Chair
 1. Before moving into the full text of my remarks, may I take this opportunity to record the Board's congratulations to Capt. Echard McLaughlin on his recent award of an online certificate from Oxford University in Artificial



- Intelligence. He has also been recently admitted into Harvard Kennedy School of Government to pursue a Master in Public Leadership Credential (PLC).
2. Please note that sections 29 (1) and (2) of the URC Law (2019 Revision) ("the Law") provide guidance relating to the duties of our executive directors, including their role as principal advisors to the Board. Also, section 23 (6) of the Law reads: "When considering decisions on regulatory issues including regulatory measures, the Board shall have due regards to the advice and recommendations of the executive members". Let us all endeavor to comply with this legal requirement.
 3. Upon review of budgetary matters by the FC and/or financial sub-committee of the Board, the executive directors with specific sectoral responsibility should be consulted on any proposed cuts to their sectoral budgets, bearing in mind that by virtue of their full time executive responsibilities, they are best able to determine priorities within their budgets, especially as regards any proposed cuts.
 4. This is to remind all members of the Board that our personal liability as regulators within OfReg is fully protected in both the Law, and PAL, 2017, with the exception of "bad faith". A brief definition of, "acting in bad faith" is violating the basic principles of honesty and integrity in our dealings with others". As regulators, it is our ethical duties to be honest and truthful.
 5. We are pleased that Mr. Abraham Mathew has been appointed as the Chair of the Risk and Audit Subcommittee. The basic duties of this Subcommittee are outlined under section 26 of the Law. I look forward to meeting Mr. Mathew in due course.
 6. Let us all endeavour to improve upon the efficient utilisation of time in our board meetings. In this connection, I would request that executive directors not exceed the previously agreed upon 15 minutes time limit for their presentations, and where possible reduce this time limit to 10 minutes, as much of this information has been previously made available to board members through the board papers folder. Also, every effort should be made by all board members to focus our attention on essential board matters, and avoid discussions not directly related to the business before the Board. Further, as previously agreed, we should endeavour to finish the business of the Board by 3:30pm, barring any exceptional circumstances.
 7. I have noted the announcement of Hurley's TV Ltd/Cayman 27 regarding their decision to discontinue providing this service. While I am saddened by this decision, I support the legal action taken by the ACEO, which is supported by the full board.
 8. I was present at the candlelight service for the late John McLean on Wednesday night (28 August 2019), and during a conversation with Minister Joey Hew, he complained that he was not apprised of the ongoing problems of non-payment of fees by Hurley's Media. I told him that approved minutes of OfReg's Board Meetings are sent to Government and suggested that there could be a problem within the



communication system of Government. I also advised him that OfReg had been experiencing problems with the non-payment of fees by Hurley's Group over the past two years. To remedy this problem, I am hereby recommending that each of the three Ministries (Hon. Premier McLaughlin, and Minister O'Connor-Connolly, Minister Hew) to which OfReg reports be sent separate approved Board Minutes.

9. Finally, I have advised the recently appointed NEDs that the PURC Regulatory Bi-Annual Training Course is available to OfReg. Messrs. Paul Byles, Phillip Ebanks, and Gene Banks have indicated their desire to attend this training course. I am hereby requesting that provision be made in the 2020/2021 budget to fund the above three NEDs to enable them to undertake the PURC Training in 2020. I suggest that, in the interim, any board member interested in the PURC Training Course contact our HR Administrator, Capt. Echard McLaughlin, for necessary details on this training program.

2. Declaration of Interest

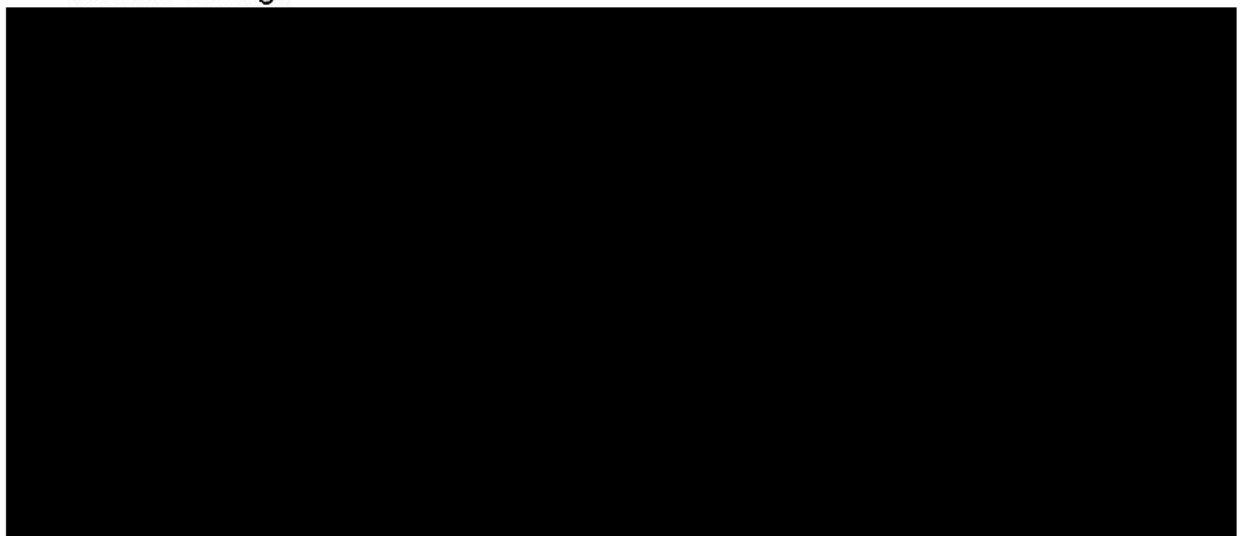
██████████ indicated that he had not formally ██████████. His letter of appointment from Cabinet indicated that he was not to attend meetings of the Board until the ██████████. He left the meeting. The Board recognised that ██████████ attended the Board meeting of 25 July 2019 and acknowledged the error. (He had recused himself on ██████████)

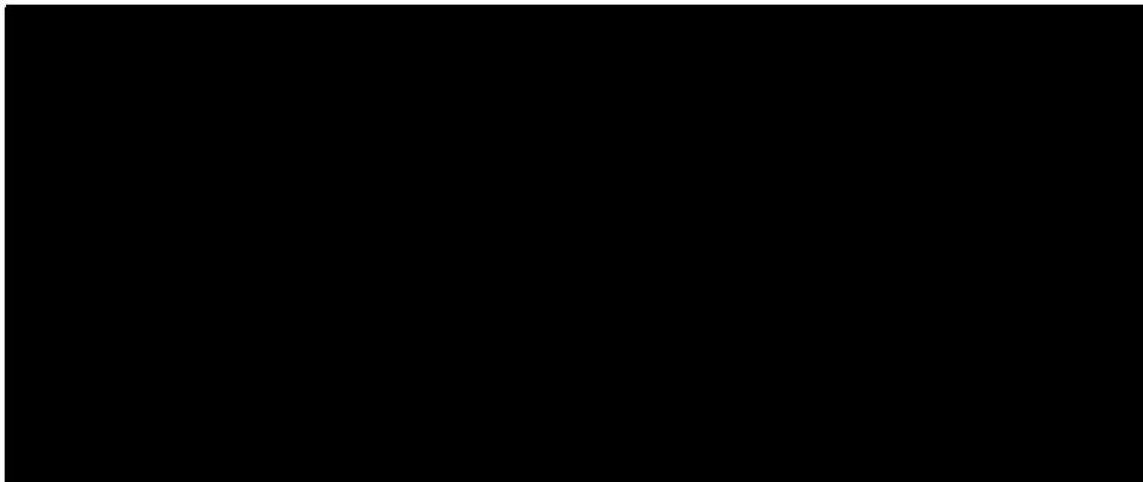
Redacted under Sec 23 (1) of FOI law 2020 revision Personal Info.

3. Minutes of Previous Meetings

- 3.1 Approval of the Minutes of:
 - General Meeting no. 5, held 25 July 2019 version 4Motion, RE and seconded by PE: that the minutes of the meeting of 25 July 2019 as amended (items 3.2, 4.2, 4.6 and 7.5) be approved. CARRIED

- 3.2 Matters Arising From Previous Minutes
 - Matters arising:





4. **Board Matters**

Redacted under Sec 19 (5) (c) Public Authorities Law subject to FOI law

4.1 Board Administration

4.1.1 OfReg Insurance Policies (D&O, Professional Indemnity, Premises, and Run-off of ICTA 'Wrongful Acts' PI cover)

GC/S provided an overview of current insurance coverage and reported that he had recommended to the ACEO the purchase of Professional Indemnity Insurance as attempts to widen the scope of the protection for the Office under the URCL and PAL had not been moved forward by Ministry. He sought clarity on the Board's policy that consultants should obtain their own PI, as the recommended policy gave coverage to OfReg employees and to others, including its consultants (any natural person whilst working as a consultant solely for and under the supervision of the Office). There was significant discussion surrounding the fact that this could be approved only on the condition that it is being done as an interim measure given the lack of progress in getting the necessary legislative amendments made.

Motion, PB and seconded by RE: that approval be given for the purchase of Professional Indemnity Insurance now in spite of the included coverage for consultants. The need for PII is to be reviewed annually. CARRIED

4.1.2 Financial Report and Analysis

The report was placed in the Board Papers folder.

4.1.3 Auditor General's ISA 260 (2018) Management Letter

The reply remained in draft form.

4.1.4 Funding Proposal (deferred from last meeting, and deferred again)

(1) Empower the Chair to lead a group of BOD members/executives to discuss with the Premier/Cabinet the possibility of



RD agreed to prepare a paper addressing OfReg's budget and the implications arising from the additional regulatory responsibilities to better understand the resources needs of OfReg by 10 October 2019.

Redacted under Sec 19(5)(b) Public Authorities Law commercially sensitive



- 4.2 Board Sub-committee reports
 - 4.2.1 Interim Finance sub-committee


This *ad hoc* committee is made up of FC, RD and PB.
It met to discuss the 2020-2021 Budget and Cabinet's Output Agreement.
A discussion ensued on the way forward on obtaining input from the Executives.
 - 4.2.2 Remuneration and Human Resources

NEDs FB and ML demitted office. Motion, RE and seconded by RD: PB and PE are added to the committee. CARRIED
The members are PE (chair) RD, RE, PB and EDICT.
Policies adopted by the Board include: travel, payment system, corporate credit card, gifts, procurement, external communications, and asset disposal.
Link to folder agreed to be circulated by ACEO.
 - 4.2.3 Risk and Audit Committee

The Auditor General announced a Performance Audit under URCL s 42 in Autumn 2019. NEDs FB and ML demitted office.
Motion, RE and seconded by RD: PB and PE are added to the committee. CARRIED
The committee members are Mr. Abraham Mathew (chair) RD, PB and PE.

5. Regulatory Matters

- 5.1 Data Link and OfReg, decision in Judicial Review application

The GC recommended that an appeal not be made. 
- 5.2 Anti-Competitive Practices Penalties Rules Redacted under Sec 19 (5) (b) Public Authorities Law Commercially sensitive

The draft Cabinet Paper proposing the Rules was sent to the Cabinet Office for comment by Robert Lewis on 19 August 2019.
- 5.3 Consumer Complaints Appeals Procedure Guidelines

The final determination and the final set of guidelines were to be published on the Office's website.
- 5.4 Truth in Advertising Rules

The draft Cabinet Paper proposing the Rules was sent to the Cabinet Office for comment by Robert Lewis on 19 August 2019.
- 5.5 Water Sector (Licence, Fee, Offence and Penalty) Regulations, Draft Determination

The draft Cabinet Paper proposing the Rules was sent to the Cabinet Office for comment by Robert Lewis by EDEU in mid-August 2019.
- 5.6 **Energy and Utilities**
 - 5.6.1 E&U Monthly Dashboard

The EDEU presented his report.
- 5.7 **Fuels**
 - 5.7.1 Fuels Sector Monthly Dashboard

The CFI presented his report.



5.7.2 Appointment of consultant for Fuels Market Assessment

The CFI stated that the contract with the preferred consultant was ready for execution.

(DEDICT joins meeting)

5.8 ICT

5.8.1 ICT Monthly Dashboard

The ACEO presented his report. He mentioned the impact of horizontal cable attachment standards which may affect 'pole make ready' planning and costs. The ACEO and EDEU were to discuss the way forward to deal with CUC's 'make ready' projects.

5.8.2



5.8.3 Emergency Notification update Redacted under Sec 19 (4) PAL Regulatory decision

HMCS's Project Manager stated to the ACEO that HMCS would implement FM broadcast interruptions for emergency notifications soon. The ICT had assisted with the formation of this program.

6. Chief Executive's Report

ACEO was on annual leave prior to the meeting and no report was presented.

7. Any Other Business

7.1 None

8. Date of next meeting 10 October 2019

Date: 10/10/19