



- Minutes should strike a balance: succinct but sufficiently elaborate when documenting rationale.
- Publishing minutes with clear reasoning strengthens the organisation's defence against allegations of inadequate reasons and improves public understanding.
- Determinations are generally more detailed, but minutes should also reflect the core rationale as they form part of the public record.
- Future enhancements to public accessibility (eg the website) make this increasingly important.
- There should be a clear link contained between discussions, responsibilities and statutory mandates (such as consumer protection).

**BoD requested BS work with ARC to improve the drafting of rationale sections in the minutes.**

### **1.2 Declarations of Interest**

- The Chair declared that Paradise (item 5.2.2) are former clients and accordingly recused himself from (and left the boardroom during) all related deliberations and decisions.

### **1.3 Ratifications**

- Banking resolution minutes were **approved as submitted**.

## **2. MINUTES OF PREVIOUS MEETINGS**

### **2.1 General Meeting – 25 September 2025**

The minutes were **approved as amended**.

A query was raised concerning whether there was any update on new members being appointed.

- It was noted the two appointed members of the Nominating Committee have not yet been appointed.
- It was confirmed that URCO sent advertisements for appointments to the Ministry and that these would be issued by the Ministry.
- **The Board requested that this be formally recorded in the minutes by BS.**

Discussion followed regarding how previously non-voting Members should be recorded:

- Because appointments had now been rectified, but previously non-voting status was recorded, it was determined the minutes should reflect Members as *non-voting* in previous minutes, for accuracy.
- It was observed the Notice of Appointment required correction by the Ministry as the date of Members' terms has a conflict.
- **BS to have the Notice of Appointment clarified by the Ministry and ensure the confirmation of appointments is included in this meeting's minutes, which should reference the Gazette, with a copy for inclusion.**

### **2.2 Water Committee – 9 October**

- **Minutes approved as submitted.**

### **2.3 Water Committee – 14 October**

- **Minutes approved as submitted.**

## **3. LEGAL ADVICE**

Section 3 redacted under FOI Act s17(1)(a)

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] claim repayment of  
[REDACTED]

## **Annual Plans (AP), Annual Reports (AR), and Strategic Planning Requirements**

### **2026 Annual Plan ('AP') Status**

- BoD asked for an update on the 2026 AP.
  - Target is to complete by end of November and submit to the Board for approval. ICEO's decision is that the Office needed to meet the 30 Nov 2025 compliance deadline.
  - 2026 AP must also be *published* by 30 Nov 2025.

### **Relationship Between 2025 and 2026 Plans**

- BoD questioned whether the 2026 plan incorporates rollover items from the 2025 plan.
- Some details around the relationship between the 2025 and 2026 AP's:
  - Obligation is annual, and 2025 and 2026 APs must both exist distinctly.
  - 2025 AP will be completed "as if on time."
  - Any carry-over items will migrate into the 2026 AP.
  - In the future, each plan should be independently legible as a record.
  - 2026 AP will differ from 2025 due to strategic plan updates.
  - Strategic Plan must be updated every 3 years; last update was in 2023 by the previous ICEO.
  - It was confirmed that with BoD approval, the AP can be published together with the AR. **ICEO to send BS AP for Round Robin approval.**

### **Strategic Plan**

- Board engagement sessions were discussed, to refresh the Strategic Plan.
- It was confirmed the statutory requirements to complete AP's, AR's and SP's are governed by URCA s41–43:
  - Annual Plan: objectives for upcoming year, approved budget, KPIs, and sectoral forecasts for two years beyond the plan year (goals, projections, budgets). These annual updates ensure projections remain accurate as circumstances change.
  - Annual Report: accomplishments, sectoral outcomes, audited financials; must be tabled in Parliament.
  - Strategic Plan: 5-year high-level plan, linked to statutory mandate and updated every 3 years.

### **3.2 Truth in Advertising Standards**

- Formerly 'rules' – now proposed as 'standards' to allow inclusion in regulations and improve enforceability.
- Consultation draft and final determination completed and reviewed by ARC, ICEO, and external legal consultant.
- **ARC to prepare Board Paper to submit in December meeting.**

### **3.3 Significant Market Power (SMP) Guidelines – Board Paper**

- Revised from 2017 version.
- Updates reflect Brexit and international best practice.
- Not an administrative determination under URCA; consultation not required.
- **The Board approved - as submitted – the adoption of the *Guidelines of URCA's Assessment of Mergers* (which comprises of the Guidelines on URCA's Assessment of Mergers, the Guidelines on Merger Control Remedies and the Merger Notice Template).**

### **3.4 Merger Procedure Guidelines – Board Paper**

- Clarify processes already in URCA law.

- Developed by Director of Economics and Regulatory Affairs, ARC and external legal consultant.
- Originally prompted by a merger application in the fuels sector.
- **The Board approved - as submitted – the adoption of the revised Guidelines on the Criteria for the Definition of Relevant Markets and the Assessment of Significant Market Power (2025 Revision).**

#### **Board Discussion**

- BoD stressed importance of:
  - Proper, documented Board approval to avoid future legal challenges.
  - Ensuring guidelines are defensible and formally adopted.

#### **4. ICEO Report (Verbal Update)**

##### **Staffing and Organisational Structure**

- Confirmation that Chief Fuels Inspector ('CFI') has left the organisation.
- EDE currently acting, including water.
- Discussion ongoing on practicality and legality of re-amalgamating the three posts.
- BoD reminded that CFI is legally required to be separate from EDE; cannot be merged without approval.
- BoD noted possible opportunity to merge senior management positions only if legislative frameworks are streamlined.
- Discussion on inspectorate functions and sector amalgamation.

##### **Budget and Funding**

- Awaiting government approval of submitted budget.
- BoD highlighted the 'electricity bill argument', very small share from consumer bills goes to the Office.
- It was noted that Department of Commerce and Investment ('DCI') collects licence fees annually for bulk fuel storage while the Office receives nothing.
- Clarity is expected following the Finance Committee session tomorrow.
- Two audits ongoing: financial audit and performance audit.
  - Performance audit assesses compliance with recommendations from 2020 audit.
- R&A Committee recently met; HR Committee meeting to be scheduled.

##### **Legal and Funding Issues**

- URCO spent ~\$800k in the licence fee dispute with C3.
- Government petitioned to reimburse and fund future legal costs.
- Financial Secretary approved \$1.2M as an 'equity injection'; discussions ongoing regarding classification.
- Board previously approved offsetting output fees: breakdown submitted to FS but awaiting written acceptance.

##### **Radio Licensing Process**

- Minor amendments implemented previously (ship radios, tonnage changes), but nothing significant.
- MACI billing arrangement stalled due to legal concerns, business case under review.

##### **Internal Financial Management**

- BoD requested confirmation on fund offsets; confirmed \$300k retained, remainder returned.
- SMT meeting held:
  - Reminded expectations regarding board papers and dashboards.

- Performance management to start 1 January 2026.
- Staff wellness programme ongoing.
- Training & Development:
  - With Head of HR & Operations in post, training needs are being coordinated.
  - Staff encouraged to pursue cross-sector upskilling.
  - BoD were informed that Caymanian staff can apply for government scholarships for higher education.
  - BoD emphasised encouraging staff to switch between sectors where possible.

### **Communications and Rebranding**

- RFP for Public Relations services completed:
  - Quotes from Tower, Big Panda, and Story.
  - Story Studio selected: \$54k annual contract.
  - Rebranding cost under \$10k.
- Work includes logo development, domain/website/email transitions.
- New website in progress.
- It was noted rebranding must be handled comprehensively, not just logo change.

### **Records Management**

- Manager, Consumer Affairs and Public Education, as Freedom of Information Manager, liaising with national archives.
- Disposal schedule prepared.
- BoD requested this be included in the strategic plan.
- BambooHR system (already used at URCO), to be used for time tracking to improve efficiency, commencing 2026.

### **Data Migration – [REDACTED] redacted under FOI Act s21(1)(b)**

- Challenges with large-scale migration: structure, file naming, and potential data loss.
- Proposal: create structured folders by department (HR, Finance, Admin, etc) and archive existing data.
- New data to follow strict naming conventions.
- Timeline: ICEO to obtain IT project report from Head of IT on progress and expected completion.
- Engagement with National Archives to advise on proper records management and disposal schedules (see above 'Records Management').

### **Workplace Productivity and Smoking**

- Discussion on managing perceptions of staff productivity related to smoking breaks, with BoD recommending direct conversation to address concerns.
- Concerns about staff perceptions were noted.

**Meeting broke for lunch at 12:15 PM and reconvened at 1:12 PM.**

## **5. Sector Matters**

### **5.1 Energy**

#### **5.1.1 CUC 2025 Certificate of Need (v5) and Appendices**

- EDE attended to present the new CON submitted on 19 September 2025.
- BoD asked for dates on capacity blocks; none provided by CUC. It was noted blocks are likely come online simultaneously but operate at different duty cycles due to renewable integration.
- It was noted that even firm power engines do not run 24 hours daily.

- Discussion on whether RFP should be issued for full 94MW rather than small blocks that limit competition. It was agreed a full 94MW RFP allows bidders flexibility to propose efficient designs.
- BoD suggested CUC's submission appears structured to discourage competing proposals.
- BoD were informed CUC had been given the standard 2-page CON template to use.
- The questions around whether URCO should approve CON in CUC's proposed form or issue its own modified CON were discussed.
- Legislation was referenced: solicitation process under Electricity Regulation Act/Electricity Supply and Regulation Act not fully developed; licence governs process.
- Debate continued over whether URCO can define its own form of CON or must approve the form submitted.

## **CON DISCUSSION**

### **Process, Regulatory Gaps, and Licence Framework**

- It was noted there was an absence of clear regulations or a defined process governing URCO's engagement with CUC on CON matters.
- Section 65 of the Electricity Sector Regulation Act ("ESRA") was referenced which requires that a Transmission & Distribution ('T&D') licensee must prepare a forecast statement within 60 days.
  - Even without compliance under Condition 6.8, URCO may issue a directive.
- Section 61 of ESRA was referenced, which requires a 5-year forecast.
- Following discussion, it was observed the generation solicitation process was intended to be defined by regulations that do not exist, leaving URCO constrained to CUC's licence provisions.

### **Concerns About Temporary Generation Being Embedded in the CON**

- The concern was raised that CUC's CON suggests the need for temporary generation ('interim generation measures') until 2027/2028.
  - Signing the CON as submitted could be interpreted as URCO approving ongoing temporary generation.
- BoD agreed this creates the risk that CUC could later claim URCO approved all interim generation by virtue of signing the CON.

### **Format and Acceptability of the Submitted CON**

- It was noted that the proposed CON timeline could stifle competition due to an overly truncated timeframe. Suggested redlining the deadline to 3 years from today rather than 'no later than June 1, 2027.'
- **EDE to review second paragraph, part 2, to confirm if URCO approved it.**
- BoD emphasised that the National Energy Policy ('NEP') is not binding until formally instructed and that any footnotes in the CON should be approved and signed before issuance.
- Board agreed that the 94MW requirement should be confirmed with no footnotes; no ancillary approvals should be implied.
- URCO should clarify to CUC that redlining is not creating a new document but aligning with previous CON templates to avoid constraints on competition.
- Discussion on land obtained by CUC: the board's statutory duty is to ensure no CON provisions unduly constrain competition.
- BoD determined that the submitted CON is not in the simple, standard format requested (originally a 1–2-page form, with a signature line).
- It was recommended returning it with guidance and a request for CUC to resubmit the correct form.
- Alternatives discussed:

- Reject and request resubmission using the prescribed form.
  - Approve but with specific modifications and redactions.
- CUC’s licence provisions were read, outlining required factors to consider (capacity, load forecast, environmental requirements, reserve margin).
- It was noted that additional narrative or business-model language is optional—but cannot alter or constrain competition.
- It was observed that while CUC has included more detail, they have arguably met the guideline requirements, but clarity is now lacking due to excessive verbiage.
- **General consensus of the BoD was that the CON in its current form cannot be accepted.**

**Determining the Need (94MW) and Firm Capacity**

- Board agrees that it is clear that total forecast system need is 94MW, but clarity is needed on:
  - How much must be 24/7 firm capacity (Board believes 36MW is what is proposed).
  - How much relates to peak load vs. load growth.
- One issue raised was that the term ‘Firm capacity’ is not defined in law or licence.
- It was noted:
  - Historically, CUC argued firm does not need explicit definition.
  - Lack of definition undermines URCO’s ability to reject CUC’s interpretation.
  - CUC’s dual role as T&D and generator creates competition concerns.

[Redacted text block]

- EDE noted lack of clarity in the CON about timing and tranche sequencing.

[Redacted text block]

**Recommended Approach: Redline and Return**

- Board agreed:
  - Prepare a redlined version of the CON using the actual required form.
  - Remove:
    - References to interim or temporary generation.
    - Contingencies.
    - DPV-based qualifying language.
    - Non-essential tranches or embedded assumptions.
  - Clarify:
    - Total need = 94MW.
    - Firm 24/7 requirement (minimum 36MW).
    - Remaining capacity for load growth.
- It was stressed:
  - The CON must be simple, certain, and unambiguous because it goes to all bidders.

redacted under FOI Act s20(1)(b)

- CUC may submit additional documentation separately, but the CON must remain in the standard form.

### Signature Requirements and Procedural Errors

- Board noted multiple structural errors in CUC's submission:
  - Signature placement incorrect (approval placed before submission signature).
  - Missing required paragraphs (eg, paragraph 3 'Recommended Action' formatted incorrectly).
  - Total capacity figure not properly/clearly stated.
  - Placement of approval lines inconsistent with the main agreement.
  - A short cover letter outlining concerns, emphasising simplicity and adherence to board-approved standards should accompany the redline being returned to CUC.

### Resolution and Next Steps

- **EDE has the Word version from CUC; will prepare initial redlined revision.**
- **EDE to circulate to ICEO and ARC for further edits. ICEO to circulate to the Chair.**
- Once finalised:
  - Send to CUC with clear explanation of required corrections in a cover letter.
  - State that URCO will sign once the CON:
    - Follows the standard form.
    - States 94MW clearly.
    - Contains no references to temporary/interim generation.
    - Omits non-essential contingencies.
- BoD noted that if CUC resubmits with no further changes, turnaround can be done within a day by round robin vote of the URCO Board.
- **Any changes require return to the Board.**

**IRP to be circulated and placed in the board folder by EDE.**

## 5.2 ICT

### 5.2.1 Starlink Application

- Approved by board in September.
- Starlink submitted a supplemental application, now including a Caymanian entity from 2 years ago.
- Proposed service: Direct-to-consumer with enterprise packages; backhaul via satellite instead of submarine cables.
- Public relations coverage was suggested.
- **The Board approved - as submitted – the award of a Type H – Satellite Service Provider ICT Network Licence, a Type 9 – Internet Service Provider Service Licence and a Type S – Spectrum Licence, to Starlink Cayman Islands Ltd.**

### 5.2.2 Paradise Spectrum Application

- Chair recused himself and exited meeting room (see 1.2 above).
- Applicant already has spectrum (2023) and seeks additional 900 MHz low-band spectrum for better 5G penetration.
- Costs: \$75 per transmitter per frequency; \$150 per deployment from multiple sites; annual reporting required.
- Enforcement: Spectrum analyser checks and random inspections.
- **The Board approved - as submitted – the assignment of mobile and fixed point-to-point microwave link frequencies for Paradise Mobile.**

## 5.3 Fuel Matters

redacted under  
FOI Act s17(1)  
(a)

### Dashboard updates

- Quick Gas mobile gas permit expired; currently employed under Clean Gas contract. Clarification pending on necessity of license renewal.

### ISO Containers

- Legislation drafted after consultation responses; draft determination scheduled for Q3 2026.
- Recent discussions with Legal Drafting focused on converting guidelines to regulations.
- Original meeting postponed; no further progress beyond initial guidelines.
- Next steps: review Legal Drafting documents for alignment.

### Traffic – Fuel Route Regulations

- Regulations approved; EDE confirmed compliance measures.
- Discussion on monitoring and public reporting to prevent accidents.
- Current traffic laws and legislation allow trucks on specific routes only.
- **Fuels team tasked to follow up on legislation and issue memo to all permitted vehicles.**
- Potential adoption of similar measures under ‘Condition of Licence.’

### Compliance Dashboard – Vehicle Permits

- BoD raised the issue detailed with Rubis: vehicle operating permit compliance, including out-of-tolerance approvals.
- **EDE to follow up with fuels team regarding implications, penalties, and rectifications.**

### Station Recertification & Inspections

- Walkers Road station under reconstruction; Mike’s Esso requires inspection and pre-commissioning before operation.
- The station at the ALThompson (‘ALT’) roundabout site has structural progress but no licence yet; planning approval obtained without consultation with URCO.
- Ingress issues were noted in relation to the proposed ALT station and other mixed-use developments (Olive Garden, Starbucks, gas station). Similar issues with Popeyes Red Bay.

## 6. AOB

### 6.1 Finance: Credit Card for Head of Finance (‘HoF’)

- BS confirmed this request had been sent by round robin to the BoD, who had requested clarity on policy and procedures.
- Current card management was confirmed as: single card, monthly processing, \$5k limit.

- Policy update required: current policy mentions \$10k limit; to be updated to reflect CEO discretion.
- Discussion on managing online vs cheque payments.
- Proposal: new card for HoF with \$50k limit; CEO card remains \$5k.
- **Board approved issuance of new card.**

redacted under  
FOPI Act  
s17(1)(a)

### 6.3 CWC/Dart Agreement

- The item was previously discussed at the Water Committee and no discussion at BoD level is required as it was determined there are no significant impacts on consumers from the Dart agreement with CWC. The agreement expires 2026 and CWC's new Licence will replace that agreement.

### CWC Licence

- BoD would like to see the finalised first draft of the CWC license be brought to the Board in December for review and subsequent direction to submit to CWC.
- It was decided the document will be shared with CWC for approval before going public with a draft determination.
- It was noted some areas of the last draft were corrupted; a corrected draft will be sent to CWC next week.
- BoD raised questions regarding water quality and World Health Organisation/Department of Environment guidelines.

### 6.5 URCO Christmas Lunch

- Noted for information, BS to confirm to Head of HR&Ops, number of BoD members attending.
- **BS to order Christmas-style lunch for December BoD meeting.**

### 6.6 Discussion AOB

#### Consumer Owned Renewable Energy ('CORE') Update and Energy Questions

- Update was provided on CORE applications and level of update since last year.
- BoD requested details on the RFI process, reasons for non-approval, and whether CUC is causing delays. The importance of monitoring CUC was emphasised and potential legal/cost implications.
- **EDE action: Ensure RFI information is captured and shared in next update; consider possible follow-up actions.**

#### Temporary Generation (Temp Gen) Matter:

- BoD noted prior correspondence regarding responsibility for temp gen tranches.

- EDE confirmed further information has been received; item to be discussed at December meeting, **BS to place on December agenda.**
- The figure of \$10M was noted as requested for recovery of temp gen costs.
- Board discussed legal and regulatory implications; decided to consult the public before action.

**Public Communications:**

- News/radio outlets have reached out for interviews. BoD advised caution with careful messaging to avoid misrepresentation.
- **Decision: Use controlled dissemination via Board-approved channels and live sessions as appropriate.**

**FLOW Issues:**

- FLOW service outages largely resolved; some issues impacted 911 services.
- Drafting paper to petition Governor for license amendments to ensure network domiciling in Cayman.
- Awaiting final report from 911 authorities.

**Adjournment:** Meeting concluded at 4:35 PM.

**Next General BoD Meeting:** Scheduled for Monday, 15 December 2025.

A handwritten signature in blue ink, appearing to be 'Samuel Jackson', written over a horizontal line.

Signed: Samuel Jackson, Chairman

A handwritten signature in black ink, appearing to be 'Joanne Conolly', written over a horizontal line.

Signed: Joanne Conolly, Secretary