










UNC Final Modification Report	At what stage is this document in the process?
<h1 data-bbox="132 320 727 412">UNC 0792S:</h1> <h2 data-bbox="132 450 1018 584">Amendments to Cost Recovery under OAD</h2>	<div data-bbox="1214 320 1477 636"> <div>01 Modification</div> <div>02 Workgroup Report</div> <div>03 Draft Modification Report</div> <div>04 Final Modification Report</div> </div>
<p>Purpose of Modification:</p> <p>This Modification seeks to update the Offtake Arrangements Document (OAD) in order to allow all operators to agree cost recovery in advance of actual works taking place.</p>	
<p>Next Steps:</p> <p>Panel consideration is due on 16 June 2022.</p>	
<p>Impacted Parties:</p> <p>High: National Grid Transmission and all GDNs.</p> <p>Low:</p> <p>None:</p>	
<p>Impacted Codes:</p> <p>UNC</p>	

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Timetable		 Contact:
Modification timetable:		Joint Office of Gas Transporters
Pre-Modification Discussed	27 October 2021	 enquiries@gasgovernance.co.uk
Date Modification Raised	02 December 2021	 0121 288 2107
New Modification to be considered by Panel	16 December 2021	Proposer: Shiv Singh Cadent
First Workgroup Meeting	07 January 2022	 shiv.singh1@cadenttgas.com
Workgroup Report to be presented to Panel	21 April 2022	 07580 999287
Draft Modification Report issued for consultation	21 April 2022	Transporter: Darren Dunkley Cadent
Consultation Close-out for representations	13 May 2022	 darren.dunkley@cadentgas.com
Final Modification Report available for Panel (<i>at short notice</i>)	16 May 2022	 07768 102196
Modification Panel decision	16 June 2022	Systems Provider: Xoserve
		 UKLink@xoserve.com

1 Summary

What

Whilst OAD deals with the matter of retrospective cost recovery, all operators agree that cost recovery could be agreed in advance of actual works taking place, thereby allowing all parties to plan accordingly. This Modification Proposal seeks to address this gap in OAD.

Why

The process arrangements currently within OAD under Section L2.3 are focussed towards retrospective cost recovery. This can occur at any time and is also not time bound. This presents a number of issues for all operators. If cost recovery is identified after the event there is no guarantee that an operator's respective project will be still open, and if there has been a significant lapse of time for the request to be submitted e.g. in a subsequent financial year, this is also likely to cause issues in funding as this may not be readily available.

How

The relevant sections of OAD are to be modified, to allow cost recovery to be agreed in advance of the work taking place, with new additions included as necessary, so that the resultant legal text satisfies the objectives of the Modification Proposal.

The sections of OAD to be modified include:

- Section L: Cost Recovery and Invoicing and
- Section B: Connection Facilities.

The remainder of OAD will be reviewed to ensure there is no further impact.

2 Governance

Justification for Self-Governance

The Modification should be subject to Self-governance procedures on the basis that the necessary changes would have no material impact on the commercial activities of Shipper Users, Gas Transporters or Gas Consumers. This is because the proposed changes are to address process gaps that have come about as a result of new industry and common commercial practice.

Requested Next Steps

This Modification should:

- be considered a non-material change and subject to Self-Governance.

3 Why Change?

Since the implementation of the OAD in 2005, a number of issues have been identified which need to be addressed and resolved. It has been identified that specific sections of OAD are unclear and ambiguous and require clarity to ensure all parties are able to interpret them in a consistent manner. Addressing these issues should lead to greater efficiency. The 0646R Workgroup has agreed that a number of changes to OAD should be made which cover the Cost Recovery process.

OAD currently has provisions that allow for the retrospective recovery of costs but, has no such provisions for the forward planning of such matters.

4 Code Specific Matters

Reference Documents

Offtake Arrangements Document (found here: <https://www.gasgovernance.co.uk/OAD>)

Knowledge/Skills

An understanding of operational works, commercial practice, etc would be advantageous.

5 Solution

Business Rules

- **BR1:** Wherever possible, cost recovery should be agreed in advance of the respective work/activity taking place.
- **BR2:** As the majority of cost recovery obligations are associated within Section B (Connection Facilities) and Section G (Maintenance) requirements, the impacted operator must advise the notifying operator of the intent to recover costs either:
 - via a formal and timely response to a received OAD notice. The impacted operator must reply to the OAD notice in writing advising them of the intent to recover cost; or
 - via the process of sharing of Maintenance Plans (OAD Section G). For non-routine or key maintenance items this must be in a timely response following the issue of the final plan on the 31st March each year. For routine maintenance items please refer to the respective cost recovery bullet below.
- **BR3:** Once the intent for cost recovery has been communicated, the impacted party will issue a formal quotation in line with the OAD cost recovery requirements contained within Section L. This will be reviewed by the parties. Once the final value has been agreed the notifying party will confirm formally via the issue of a Purchase Order (PO) reference. If a purchase order cannot be confirmed prior to the work commencing, the issuing party should at a minimum confirm in writing to the impacted party, acceptance of the agreed quoted costs. If the impacted party does not have a confirmed purchase order or written confirmation to the acceptance of the quoted costs, the impacted party reserves the right not to attend site.

The obligation concerning “omissions” (L2.3.1) needs to be revised and restricted in scope. As OAD notices should be issued 12 months in advance, at that point in time it may not be possible to know all the impacts that will occur upon the other operator(s). Some impacts may only come to light on the day that the physical changes are being implemented.

- **BR4:** Where an impact occurs that was not articulated or disclosed as part of the OAD notice or maintenance processes, that subsequently requires the impacted party to attend site to make safe or good only, this effort is to be treated as cost recovery. The impacted party is to advise the other party of such an omission in writing, within 60 Business Days of the stated event, and the cost recovery process

is to be subsequently followed. This amended obligation will act as a backup for anything missed within the OAD notification processes.

- **BR5:** Any cost recovery requirements detailed in OAD Section D (Measurements) and Section F (Determination of Calorific Value) are not associated with modification or maintenance at OAD sites. For these cost recovery items, there should be some advance communication of the intent to follow through with the respective requirements and where a charge is required, this should be also agreed in advance where possible and in all cases to follow the cost recovery process and principles.
- **BR6:** Only in specific circumstances will cost recovery be on a retrospective basis where the costs may not be able to be agreed in advance. This would cover:
 - any recovery around emergency requirements where applicable (refer to BR8 and 9);
 - routine maintenance items notified via a Shared Maintenance plan whereby the impact was not clearly known/identified at the time of issue (refer to BR4); and
 - any maintenance items not notified via the Shared Maintenance plan that should have been (refer to BR4).
- **BR7:** Where the level of cost recovery has been agreed and the issue of a respective purchase order has been provided, if for any reason the cost recovery value needs to be increased, then the impacted party must provide the revised cost information (preferably via the issue of a revised quotation for transparency and audit trail purposes) along with the appropriate justification for the increase to the other party. The purchase order is to be revised prior to invoicing.

It is anticipated that only paragraph 2.3 will be impacted within Section L by the proposed changes above. In addition, a small amendment is also required to Section B2.4.3 covering the reinstatement of connection facilities following emergency action:

- **BR8:** Damage to another party's assets caused during an emergency should be made safe, followed by the asset Owner being informed of the connection facilities that have been damaged.
- **BR9:** The asset Owner will then carry out an assessment as to whether the damaged assets require a subsequent repair or need to be replaced so that their operation is restored to the same level as before the emergency action. The asset Owner will then take the appropriate action and the associated costs will be recoverable in line with the revised cost recovery proposals outlined above in BR3.

6 Impacts & Other Considerations

Does this Modification impact a Significant Code Review (SCR) or other significant industry change projects, if so, how?

There is no impact on any Significant Code Review.

The proposer noted that this is a Transporter-to-Transporter arrangements and all Workgroup Participants agreed that this Modification has no impact on a SCR

Consumer Impacts

There is no impact on consumers on the basis that the Modification is solely associated with Transporter-to-Transporter issues.

All Workgroup Participants agreed and repeated the comment made above.

What is the current consumer experience and what would the new consumer experience be?

As this Modification Proposal seeks to address Transporter to Transporter matters, the end consumer experience should not be impacted.

All Workgroup Participants agreed with this statement.

Impact of the change on Consumer Benefit Areas:

Area	Identified impact
Improved safety and reliability n/a	None
Lower bills than would otherwise be the case n/a	None
Reduced environmental damage n/a	None
Improved quality of service n/a	None
Benefits for society as a whole n/a	None

Cross-Code Impacts

No other industry codes are affected.

All Workgroup Participants agreed.

EU Code Impacts

There is no impact on any EU Code.

All Workgroup Participants agreed.

Central Systems Impacts

There is no impact on any central systems.

The Workgroup discussions did not identify any need to change Central Systems. Some Workgroup Participants identified that they may need to make changes to their own business internal processes and systems.

Workgroup Impact Assessment

Workgroup Participants made no further comment on any aspect of the Impact Assessment.

Rough Order of Magnitude (ROM) Assessment

There are no changes required to Central Systems so no ROM is required.

7 Relevant Objectives

Impact of the Modification on the Transporters' Relevant Objectives:

Relevant Objective	Identified impact
a) Efficient and economic operation of the pipe-line system.	None
b) Coordinated, efficient and economic operation of (i) the combined pipe-line system, and/ or (ii) the pipe-line system of one or more other relevant gas transporters.	None
c) Efficient discharge of the licensee's obligations.	None
d) Securing of effective competition: (i) between relevant shippers; (ii) between relevant suppliers; and/or (iii) between DN operators (who have entered into transportation arrangements with other relevant gas transporters) and relevant shippers.	None
e) Provision of reasonable economic incentives for relevant suppliers to secure that the domestic customer supply security standards... are satisfied as respects the availability of gas to their domestic customers.	None
f) Promotion of efficiency in the implementation and administration of the Code.	Positive
g) Compliance with the Regulation and any relevant legally binding decisions of the European Commission and/or the Agency for the Co-operation of Energy Regulators.	None

This Modification facilitates GT Licence relevant objective *f) Promotion of efficiency in the implementation and administration of the Code* as it provides clarity on OAD matters impacting the Gas Transporters, thus enabling effective communication between parties, and a more efficient use of assets contained within their Systems by ensuring only a competent person carry out the repair of assets damaged during an emergency.

Workgroup Participants agreed that the Modification will not impact consumers but will be a straightforward way of satisfying the Proposer's need to ensure costs for works carried out can be recovered, where agreed in advance and where appropriate.

A Workgroup Participant expressed concern that the proposed drafting may have the effect of limiting the ability of an impacted party to recover costs because this enables the reimbursing party to reject recoverable costs as part of the estimate process. At present parties are able to recover actual costs so any new limitation may lead

to under-recovery. The Participant believed that costs should be recoverable regardless of whether an estimate had been agreed within a specific timeframe.

Another Workgroup Participant noted that the new arrangements allow a process to provide a cost estimate ahead of the work physically taking place. This allows a cost estimate to be reviewed by the reimbursing party to ensure that it aligns and conforms with the cost recovery allowed in OAD which when agreed upfront avoids disputes at the invoicing stage. This should minimise costs and aid working relationships between Operators.

The introduction of a 60-business day window for submission of an estimate (or revised estimate) for the recovery of cost that was unforeseen or did not follow the notification requirements is necessary to ensure that cost recovery is performed in a timely way both from a payment perspective and a budgetary planning perspective.

8 Implementation

As Self-Governance procedures are proposed, implementation could be sixteen business days after a Modification Panel decision to implement, subject to no Appeal being raised.

Some Workgroup Participants identified that process changes may be required in order to implement the Modification and that a greater amount of time may be required. This will be identified in Representations to the Consultation.

9 Legal Text

Legal Text has been provided by Cadent and is published alongside this report. The Workgroup has considered the Legal Text on 7 April 2022 and is satisfied that it meets the intent of the Solution.

Text Commentary

Legal Text Commentary has been published alongside this report at: <https://www.gasgovernance.co.uk/0792>

Text

Legal Text Commentary has been published alongside this report at: <https://www.gasgovernance.co.uk/0792>

10 Consultation

Panel invited representations from interested parties on 21 April 2022. All representations are encompassed within the Appended Representations section.

The following table provides a high-level summary of the representations. Of the 4 representations received 3 supported implementation and 1 provided comments.

Representations were received from the following parties:

Organisation	Response	Relevant Objectives
Cadent	Support	f) positive
National Grid NTS	Comments	f) positive
Scotia Gas Networks	Support	f) positive

Wales & West Utilities	Support	f) positive
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Please note that late submitted representations will not be included or referred to in this Final Modification Report. However, all representations received in response to this consultation (including late submissions) are published in full alongside this Report and will be taken into account when the UNC Modification Panel makes its assessment and recommendation.

11 Panel Discussions

Discussion

Consideration of the Relevant Objectives

Determinations

12 Recommendations

Panel Determination

Panel Members agreed that Modification 0792S **[should [not]** be implemented.

13 Appended Representations

Representation – Cadent

Representation – National Grid NTS

Representation – Scotia Gas Networks

Representation – Wales & West Utilities

Representation - Draft Modification Report UNC 0792S

Amendments to Cost Recovery under OAD

Responses invited by: 5pm on 13 May 2022

To: enquiries@gasgovernance.co.uk

Please note submission of your representation confirms your consent for publication/circulation.

Representative:	Shiv Singh
Organisation:	Cadent
Date of Representation:	9 th May 2022
Support or oppose implementation?	Support
Relevant Objective:	f) Positive
Relevant Charging Methodology Objective:	Not Applicable

Reason for support/opposition: Please summarise (in one paragraph) the key reason(s)

The process arrangements currently within OAD under Section L2.3 are focussed towards retrospective cost recovery. This can occur at any time and is also not time bound. This presents a number of issues for all operators. If cost recovery is identified after the event there is no guarantee that an operator's respective project will be still open, and if there has been a significant lapse of time for the request to be submitted e.g. in a subsequent financial year or price control period, this is also likely to cause issues in funding as this may not be readily available.

Self-Governance Statement: *Please provide your views on the self-governance statement.*

We agree that this proposal should be subject to Self-governance as there will be no material impact upon Shipper Users, Gas Transporters or Gas Consumers.

Implementation: *What lead-time do you wish to see prior to implementation and why?*

We are happy with the proposed lead time of 16 Business Days but recognise that some Transporters' internal processes may require amending. As such, we will liaise with the other Transporters to ensure a smooth transition.

Impacts and Costs: *What analysis, development and ongoing costs would you face?*

None.

Legal Text: *Are you satisfied that the legal text will deliver the intent of the Solution?*

Yes, we are.

Are there any errors or omissions in this Modification Report that you think should be taken into account? *Include details of any impacts/costs to your organisation that are directly related to this.*

No.

Please provide below any additional analysis or information to support your representation

We believe that these proposals extend and build upon the existing provisions set out within the OAD. They add transparency and clarity and will enable an increased level of engagement between Transporters that should ultimately lead to a more efficient outcome.

OAD Section L2.2.7 states *“For the avoidance of doubt (unless otherwise provided in this Document) the amount of recoverable costs shall be determined on the basis of actual costs (incurred by the Recovering Party in carrying out the relevant activities), and not on the basis of costs which it would not have incurred but for the relevant act or omission on the part of the Reimbursing Party”.*

In addition, **OAD L2.2.2** states *“The recoverable costs shall not exceed the costs which would have been incurred by a Reasonable and Prudent Operator in the circumstances (pursuant to the relevant provision)”.*

As such, we disagree with the comment that these proposals may lead to under-recovery of actual costs as these existing provisions provide the protection that Transporters seek.

The introduction of the 60 Business Day window within which to submit the notification of the intent to Cost Recover, should lead to a more efficient process as matters can be dealt with in a timely manner. Our Operational colleagues have determined that this timeframe (effectively 3 months), is more than sufficient to identify any operationally material fallout resulting from another Transporters activity.

Representation - Draft Modification Report UNC 0792S

Amendments to Cost Recovery under OAD

Responses invited by: 5pm on 13 May 2022

To: enquiries@gasgovernance.co.uk

Please note submission of your representation confirms your consent for publication/circulation.

Representative:	Louise McGoldrick
Organisation:	National Grid NTS
Date of Representation:	13 th May 2022
Support or oppose implementation?	Comments
Relevant Objective:	f) Positive
Relevant Charging Methodology Objective:	Not Applicable

Reason for support/opposition: Please summarise (in one paragraph) the key reason(s)

National Grid NTS comments for the Modification are: The provision of an estimate and the ability to revise estimates will improve transparency of cost recovery between Transporters. With the inclusion of the 60 business day period to submit a notice for unforeseen costs after completion of work at an Offtake Site will potentially ensure that additional costs can still be recovered. It is our understanding that it is not the intention of the Modification to limit the Recovering Party from invoicing actual costs incurred, however our preference would have been to have included a caveat which enabled actual costs to be recovered irrespective of any prior agreement or estimates.

It's noted that the Offtake Arrangements Document already has provisions stating under what circumstances cost recovery can be pursued and how actual costs are invoiced.

Self-Governance Statement: *Please provide your views on the self-governance statement.*

Self-governance is appropriate as it meets the self-governance criteria.

Implementation: *What lead-time do you wish to see prior to implementation and why?*

We note that in terms of implementation that we will need to put in place new processes to support the provision of an estimate/revised estimates on an enduring basis and therefore suggest in the event of a Modification Panel decision to implement is made that the legal text should be implemented 3 months later.

Impacts and Costs: *What analysis, development and ongoing costs would you face?*

National Grid NTS would not incur any costs as a consequence of implementation.

Legal Text: *Are you satisfied that the legal text will deliver the intent of the Solution?*

National Grid NTS is satisfied that the legal text will deliver the intent of the solution.

Are there any errors or omissions in this Modification Report that you think should be taken into account? *Include details of any impacts/costs to your organisation that are directly related to this.*

No.

Please provide below any additional analysis or information to support your representation

No.

Representation - Draft Modification Report UNC 0792S

Amendments to Cost Recovery under OAD

Responses invited by: **5pm on 13 May 2022**

To: enquiries@gasgovernance.co.uk

Please note submission of your representation confirms your consent for publication/circulation.

Representative:	David Mitchell
Organisation:	Scotland Gas Networks Ltd and Southern Gas Networks Ltd
Date of Representation:	13 th May 2022
Support or oppose implementation?	Support
Relevant Objective:	f) Positive
Relevant Charging Methodology Objective:	Not Applicable

Reason for support/opposition: Please summarise (in one paragraph) the key reason(s)

SGN is supportive of this modification as it will update the Offtake Arrangements Document (OAD) to allow operators to agree cost recovery in advance of works taking place currently no such provisions exist therefore we welcome this inclusion in the OAD.

Self-Governance Statement: *Please provide your views on the self-governance statement.*

We support the decision to make this a self-governance modification on the basis that it is a Transporter to Transporter code change that won't impact customers.

Implementation: *What lead-time do you wish to see prior to implementation and why?*

SGN would like to see a three month lead time to allow us time to amend our internal processes to accommodate this amended process.

Impacts and Costs: *What analysis, development and ongoing costs would you face?*

SGN does not expect to any additional costs as a result of implementing this modification.

Legal Text: *Are you satisfied that the legal text will deliver the intent of the Solution?*

We are satisfied with the proposed legal text.

Are there any errors or omissions in this Modification Report that you think should be taken into account? *Include details of any impacts/costs to your organisation that are directly related to this.*

None identified

Please provide below any additional analysis or information to support your representation

N/A

Representation - Draft Modification Report UNC 0792S

Amendments to Cost Recovery under OAD

Responses invited by: 5pm on 13 May 2022

To: enquiries@gasgovernance.co.uk

Please note submission of your representation confirms your consent for publication/circulation.

Representative:	Tom Stuart
Organisation:	Wales & West Utilities
Date of Representation:	27.4.22
Support or oppose implementation?	Support
Relevant Objective:	f) Positive
Relevant Charging Methodology Objective:	Not Applicable

Reason for support/opposition: Please summarise (in one paragraph) the key reason(s)

WWU supports this modification. The implementation of a 60-day period to submit a notice to recover costs should enable a party to attribute costs to a project in a timely manner. This modification furthers relevant objective (f) 'Promotion of efficiency in the implementation and administration of the Code'.

Self-Governance Statement: *Please provide your views on the self-governance statement.*

Agree that this modification meets the self-governance criteria

Implementation: *What lead-time do you wish to see prior to implementation and why?*

We can align to the 16 business day self-governance implementation period but acknowledge that some parties may need longer to update their internal systems.

Impacts and Costs: *What analysis, development and ongoing costs would you face?*

No additional costs have been identified.

Legal Text: *Are you satisfied that the legal text will deliver the intent of the Solution?*

Yes

Are there any errors or omissions in this Modification Report that you think should be taken into account? *Include details of any impacts/costs to your organisation that are directly related to this.*

No

Please provide below any additional analysis or information to support your representation

N/A