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**Governance Workgroup Minutes**  
**Tuesday 12 April 2011**  
**ENA, 52 Horseferry Road, London SW1P 2AF**

**Attendees**

Tim Davis (Chair)	TD	Joint Office
Chris Warner	CWa	National Grid Distribution
Chris Wright	CWr	British Gas
Jon Wisdom	JW	RWE npower
Nick Reeves	NR	National Grid NTS
Stefan Leedham	SL	EDF Energy

**1.0 Introduction and Status Review**

- 1.1 Approval of the minutes from the previous meeting (17 March 2011) was deferred to 21 April.
- 1.2 No actions were outstanding.
- 1.3 All live modifications and topics were on the agenda.

**2.0 Modifications****2.1 Modification 0294 - Changes to UNC Modification Panel Constitution**

CWr presented a view on how the modification might be developed to take forward the identified issues. He envisaged retaining five Shipper Panel representatives, with representation of predominately I&C and domestic Shippers assured by having at least two Panel Members from each constituency. He also felt that it would be more transparent and equitable for the Shipper Panel Member election process to be specified within the UNC and managed by the Code Administrator.

CWa asked why the election process had initially been allocated to the Gas Forum. SL believed that the original view was that it was appropriate for this to be outside the Transporter's remit. However, his view was that codification would be advantageous in terms of consistency with the Codes Governance Review and the other main codes.

CWa asked if the process is one licence one vote, and CWr responded that the present process is one vote per group. There is no requirement to be a UNC User in order to vote.

SL questioned whether the proposed constituencies were appropriately defined. CWr agreed this is difficult to define in an absolute sense, but the biggest distinction he perceives is between those focused on the domestic and I&C markets. SL wondered if carving out just domestic would be sufficient, guaranteeing them two seats. CWr was sympathetic but felt that guaranteeing an I&C presence was appropriate.

The proposed election process would sit in a guidance document, and be a UNC Related Document. SL felt this would be helpful in allowing some discretion in defining a Group that is able to exercise a single vote – legal definitions are difficult in this area. SL also suggested that it may be appropriate for only the Shippers to be entitled to propose changes to the election process.

JW asked whether the SPAA definitions might be helpful in defining constituencies based on supply point numbers. CWr suggested that a simple test was likely to suffice and, being self-declared, should be relatively easy to implement and involve minimum effort.

NR asked about the situation when insufficient candidates were available. CWr suggested the rule would be to set the limits based on the number of nominees available, with a view to filling all five seats. If, for example, only one domestic candidate were available, the remaining four seats could be filled by I&C Shippers

NR questioned the implementation timescale given that change would be effective from 1 October. CWr recognised the need to specify the implementation timescale to align with the election process. One possibility would be to freeze the existing Panel membership until the new process had been followed.

TD asked about the Independent Supplier Representative and whether this should become a voting Member, either as one of the five Shipper Members or in addition. CWr did not feel that this was a step he wished to take, although the appointment process could be brought within the UNC. Appointment to UNCC sub-Committees would also need to be considered - overlaps with Modification 0331 may need to be considered.

TD asked about continuity in the light of Panel Members resigning or moving employer. CWr believed the modification captures this and deals with threshold crossers. SL suggested that enabling some discretion to run one-off elections to deal with specific circumstances would be helpful, with the UNCC as arbiter where necessary.

It was agreed that CWr would redraft the modification and supporting guidance document. TD would request that legal text preparation be considered once this revised draft is available.

### **3.0 Workgroup Meetings**

#### **3.1 0361 – Consider the duration of changes against wider industry developments**

Discussion was deferred to 21 April.

#### **3.2 0372 – Code Governance Review Licence Compliance Changes**

See [www.gasgovernance.co.uk/0372/120411](http://www.gasgovernance.co.uk/0372/120411)

### **4.0 Issues**

None raised.

### **5.0 Any Other Business**

None raised.

### **6.0 Diary Planning for Workgroup**

The next scheduled meeting is planned for Thursday 21 April 2011, at ENA, following the UNC Committee meeting.

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Action Ref	Meeting Date	Minute Ref	Action	Owner	Status Update
GWG 03/01	17/03/11	4.2	Review the meeting schedule and consider if the order/frequency should be revised.	All	
GWG 03/02	17/03/11	4.2	Provide an overview of the timeline for new modifications.	Joint Office (TD)	