



**Minutes of OGA Board meeting on 18<sup>th</sup> November 2021**  
**09.30-15.45**  
**48 Huntly Street, Aberdeen**

<b>Directors</b>	<b>In attendance</b>
Tim Eggar Chairman	Hedvig Ljungerud (item 8) Director of Strategy
Malcolm Brown Non-executive Director	Russell Richardson Company Secretary
Fiona Mettam Shareholder Representative Director	Fiona Gruber Head of Governance and Board Secretary
Iain Lanaghan Non-executive Director	
Andy Samuel Chief Executive	
Nic Granger Chief Financial Officer	
Sara Vaughan Non-executive Director	
Sarah Deasley Non-executive Director	

### **1. Welcome and introductions**

The Chairman welcomed Directors to the meeting and noted that Fiona Mettam, incoming Shareholder Director, had been slightly delayed.

### **2. Minutes and matters arising**

Directors approved the minutes of the September and October meetings.

The Board agreed that ideally Fiona Mettam's BEIS co-Director, Vicky Dawe, should also be appointed as a Director, although only one of them should attend Board meetings.

### **3. Conflicts of interest**

Directors declared the following new interests:

Tim Eggar is Chairman-designate of Raw Charging, a destination charging start up.

Sara Vaughan, a Director of Elexon Ltd., has been appointed as interim Chief Executive.

Sara has also been appointed as Co-Chair of the steering and advisory group at Icebreaker One.

Iain Lanaghan is now Chairman of the Audit Committee at Scottish Water.

### **4. Committee composition and reports**

Following recent changes to the composition of the Board, Directors agreed that all four non-executive directors should sit on the Audit and Risk Committee, the Remuneration Committee and the Nomination Committee. The Board has established an ad hoc committee, chaired by Sara Vaughan, to look at certain enforcement issues.

The Board appointed Malcolm Brown as Senior Independent Director.

The Nomination Committee met prior to the Board meeting to discuss Chief Executive succession.

*Fiona Mettam joined the meeting.*

#### **5. Safety and environment report**

The Board discussed the Chief Executive's update on safety and environment performance.

#### **6. Chief Executive report**

The Chief Executive welcomed publication of the government's Net Zero Strategy which will underpin the industry's efforts to deliver its commitment to halving emissions.

The Board discussed and agreed a draft mission statement which makes clear the extent of the OGA's ongoing energy transition activities. The Board agreed that it would be helpful to discuss the climate compatibility checkpoint once the consultation has opened.

The Chief Executive updated the Board on UKCS activity to increase gas production and bolster supply.

#### **7. CFO report**

The CFO reported the latest financial performance. Some expenditure has been released from the central budget to fund digital development and energy integration work.

Good progress is now being made to finalise arrangements for replacement office accommodation in Aberdeen and London.

#### **8. Strategy Directorate challenges**

The Director of Strategy updated the Board on the directorate's activities, before focusing on the communications team's plans to connect with new audiences and expand understanding of the OGA's role in the energy transition. The team is identifying ways to raise the profile of the OGA's dashboards, analysis and efficiency monitoring reports.

The directorate continues to work closely with BEIS on implementation of the North Sea Transition Deal and the climate compatibility checkpoint.

#### **9. Shareholder update**

The Shareholder Director updated the Board on departmental business, including the status of the spending review.

#### **10. Budget strategy**

The CFO presented the 2022-23 budget strategy, prepared according to the principles of the Strategic financial framework and the strategy and staffing assumptions agreed by the Board in September. The revised Corporate Plan will be developed in parallel and will look in more detail at the funding structure for CCS and other energy transition work.



The Board discussed the expenditure, income and inflation assumptions, and the expected impact on the levy and fees, before approving the budget strategy.

The final draft budget will be circulated to the Board in December, before being sent to BEIS for review.

### **11. Strategic risk management**

The Board reviewed and discussed the OGA's risk management strategy and risk appetite whilst taking a clean sheet look at the strategic risks facing the OGA.

The Board concluded that the risk appetite remained appropriate and agreed with the leadership team's assessment of the principal risks.

### **12. Revised Framework Document**

The Board reviewed the draft revised Framework Document and discussed the outstanding issues. Directors asked the Head of Governance to seek further clarity from BEIS on the remaining issues but were otherwise content with the revised document.

### **13. Agenda planning**

The Board discussed the future meetings schedule and requested some minor adjustments.

There was no other business.

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Chairman

*20<sup>th</sup> January 2022*

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Date