

## Minutes of Panel Meeting 58

31 August 2021 | 10:00 – 17:00

Videoconference

Status of the Minutes: **FINAL**

### Attendees:

Trisha McAuley OBE	TM	Chair	Adam Boyns	AB	Panel Member Alternate for Mike Keil (Customer Representative)
Fallon Wilkinson	FW	Panel Member (Associated Retailer)	Helyn Mensah	HM	Panel Member (Independent)
John Vinson	JV	Panel Member Alternate for Richard Barton (Associated Retailer)	Elsa Wye	EW	Panel Member (Independent)
Trevor Nelson	TN	Panel Member (Unassociated Retailer)	Pamela Taylor	PT	Panel Member (Independent)
Nicola Smith	NS	Panel Member (Unassociated Retailer)	Charlotte Glass	CG	Panel Member (Associated Retailer)
Claire Yeates	CY	Panel Member (Unassociated Retailer)	Adam Richardson	AR	Panel Secretary
Julian Tranter	MH	Panel Member Alternate for Mark Holloway (Wholesaler)	Sarah McMath	SM	Affiliated Panel Member (MOSL)
Martin Mavin	MM	Panel Member (Wholesaler)			

### Other Attendees:

Evan Joannette	EJ	MOSL Presenter item 10, 18	Anne Heal	AH	MOSL Board Chair Presenter item 12
Stuart Boyle	SB	MOSL Presenter item 4	Markus Lloyd	ML	MOSL Presenter item 15, 16
Spencer Mattia	SMA	MOSL Presenter item 10	Abu Rashid	ARa	MOSL Presenter item 5
Lisa-Ann Lott	LL	Panel Secretariat	Christopher Wright	CW	Castle Water Observer
Andrew Johnson	AJ	MOSL Observer	Alex Cowie	AC	Panel Secretariat
Martin Hall	MH	MOSL Presenter item 8, 9	Monica Falasca	MF	MOSL Presenter item 6, 7
Mike Floyd	MFI	United Utilities Observer (Item 5 - CPW110/CPM041 proposer)	James Pringle	JP	Waterscan Observer (Item 6 - CPW122 proposer)
Huw Comerford	HC	MOSL Presenter item 8	Florentina Monea	FM	MOSL Presenter item 9
Kayleigh Neal	KN	MOSL Observer	Antoine Schmidt	AS	Thames Water Observer

## Apologies:

Mark Holloway	MH	Panel Member (Wholesaler)	Dan Mason	DM	Affiliated Panel Member (Ofwat)
Mike Keil	MK	Panel Member (Customer Representative)	Richard Barton	RB	Panel Member (Associated Retailer)

## OPEN SESSION

### 1. Welcome, Introductions and Declarations of Interest

- 1.1. The meeting was confirmed as quorate.
- 1.2. Apologies had been received from MH, RB, MK and DM. JT, JV and AB attended as MH, RB and MK's alternates respectively.
- 1.3. The Chair reminded Panel members that, in line with section 5.7 of the Market Arrangements Code ("MAC"), they were to act impartially and not in the interest or as a representative of any organisation or individual. If Panel Members believed they had an actual or perceived conflict they should declare this at the start of the meeting or before an agenda item. Items discussed in closed sessions were confidential and should not be discussed with individuals outside of the Panel or confidential papers shared.
- 1.4. A collective potential conflict of interest was declared by all Panel members against agenda item 11 'Panel transition/implementation of revised governance arrangements'.

### 2. Minutes and Outstanding Actions

- 2.1. It was noted that the Panel had approved the open and closed session minutes for Panel meetings 56 and 56a ex-Committee.
- 2.2. The Panel agreed that the following actions could be closed as they had been completed:  
A26\_04, A56\_01, A56a\_01 and A56a\_02.
- 2.3. The Panel further agreed that the following actions would remain open:  
A39\_05, A45\_10 and A55\_05.

### 3. Ofwat Update

- 3.1. Ofwat's written update was noted and Panel members were invited to send any questions on the Ofwat update to the Panel secretariat by email.
- 3.2. The Chair was asked to send the Panel's best wishes to DM.

### 4. Change Report

- 4.1. SB introduced the Change Report, noted the Ofwat decisions received since the last Panel meeting and outlined the new change proposals and amendments to existing change proposal plans and the rationale behind them.

- 4.2. The Panel considered the proposed assessment approaches and assessment timetables for new change proposals: [CPM045 'Extending the right for the MO to raise Change Proposals' \("CPM045"\)](#), [CPW0126 'Settling of Post RF Primary Charges' \("CPW126"\)](#) and [CPW070a 1 'Bilaterals Phase 2 – Addendum' \("CPW070a 1"\)](#) and amended the timetables for [CPW110 'Sharing Non-Household Emergency Contact Details' \("CPW110"\)](#) and [CPM044 'Management of the Ofwat Innovation Fund'](#).
- 4.3. The Chair then invited CW, who had indicated an interest in this agenda item, to provide a comment in his capacity as an observer.
- 4.4. CW commented that on [CPW126](#) some additional analysis needs to be undertaken before this consultation is embarked on. CW set out that the reasons for this as being that the proposal assumes that billing will be correct, but this is not always the case and the sequencing of commercial events means that if re-billing cannot occur there is a potential loss issue for Retailers. CW noted that the proposed change to the business terms would also benefit from an initial Ofwat view.
- 4.5. The Chair thanked CW for his contribution.
- 4.6. A Panel member asked for clarification on the implementation date for [CPM045](#) and commented that it would be beneficial to space the consultations so that recipients were not overloaded with requests for input. Following further discussion, it was agreed that MOSL should consider the possibility of staggering the consultations to maximise the opportunity for industry to respond, whilst ensuring that the final implementation dates for the change proposals, as agreed with the Panel, were not impacted.

**ACTION: A58\_01**

- 4.7. One Panel member noted that, in relation to [CPW 126](#), customers were fully protected by the proposal.
- 4.8. A Panel member asked for clarity on how [CPW126](#) would work in practice, the size of the problem and assurance that there would be no unintended consequences such as creating a situation where Retailers are invoiced by Wholesalers where they haven't billed a customer. Another Panel member commented that this would require a formalised process to record or confirm that the Retailer had billed the customer and that this should not be left as an informal bilateral process as the whole value of the change is predicted on this information being accurate. If a formal process is not included the Panel member asked that the rationale for not including one be set out clearly. The Panel member also asked that the [CPW126](#) recommendation report that comes back to Panel includes further information on the impact on customers where the process goes wrong.
- 4.9. Some Panel members raised questions relating to budgeting issues highlighted in the Change Report. AR clarified that this was simply something for Panel to be aware of in relation to the change proposals for which approval was being requested. AR noted that the implementation dates of the change proposals the Panel was being asked to approve in the meeting would not change because of the budget considerations, but that MOSL would need to manage the budget carefully.
- 4.10. The Panel:
  - **AGREED** (unanimous) the plans for [CPW126](#), [CPM045](#) and [CPW070a-1](#) (13 in favour);

- **AGREED** (unanimous) the revised change plan for [CPW120](#) (13 in favour); and
- **NOTED** the amended change plan for [CPM044](#).

## 5. Recommendation Report – CPW110/CPM041 - Sharing Non-Household Emergency Contact Details

- 5.1. The Panel considered the change proposal [CPW110/CPM041 'Sharing Non-Household Emergency Contact Details'](#) ("CPW110") which sought to introduce provisions into the Market Codes for the retention and maintenance of customer contact information in the Central Market Operating System ("CMOS"), for use in incident communication.
- 5.2. ARa noted that [CPW110](#) had been raised by United Utilities to address issues around the formatting of emergency contact data shared between wholesalers and retailers. ARa outlined the Proposer's view on how the proposed changes support the Code Objectives and Principles. ARa noted that after initial review by the Panel, [CPW110](#) had been developed by the Retailer Wholesaler Group Planned and Unplanned Events Sub-group ("RWG Sub-group") over the last eight months. ARa further noted that during its review the RWG Sub-group had issued an ['Emergency Contact Details Good Practice Guide'](#) ("Good Practice Guide") as well as a template for the sharing of emergency contact data and changed the nature of the proposed solution to be CMOS affecting.
- 5.3. ARa detailed the [CPW110](#) consultation undertaken in April and May 2021 and the feedback received from an RWG survey to assess the uptake of the Good Practice Guide.
- 5.4. ARa drew the Panel's attention to a minor change in the recommended implementation date from the dates outlined in the Draft Recommendation Report. The implementation dates now being recommended for the Panel's approval were 13 May 2022, if Ofwat approval was received by 17 November 2021 and 2 December 2022, if Ofwat approval is received by 1 June 2022. The reason for the minor change in date was to align with CGI deadlines and allow Ofwat additional time to approve the change in October/November if it was minded to do so.
- 5.5. ARa noted that while the [CPW110](#) Data Protection Impact Assessment ("DPIA") was labelled as draft as, although it had been reviewed and approved internally, formal final sign off from the Data Protection Officer was still required. ARa noted that the Data Protection Officer had reviewed the DPIA and agreed that it was appropriate to be shared in its current form prior to formal sign off.
- 5.6. The Chair then invited CW, who had indicated an interest in this agenda item, to provide a comment in his capacity as an observer.
- 5.7. CW commented that while he was supportive of the objective of improving communication with customers, the means proposed in the solution were questionable. CW noted issues around consolidated site emergency contacts, data privacy and the interaction with existing data sharing agreements. CW asked that the Panel consider these issues in greater detail in its deliberations.
- 5.8. The Chair thanked CW for his contribution and opened the floor to comments from Panel members.
- 5.9. A Panel member asked for further information on the extent to which the proposed solution would increase the level of sharing of customer emergency contact data beyond current levels.

ARa clarified that there was variation on the frequency with which emergency contact details were updated and shared by retailers. ARa further noted that over half of the retailers that responded to the [CPW110](#) consultation shared emergency contact details at the time of an incident and there is no obligation for them to share details proactively under the Codes. ARa described the solution as addressing the initial problem that was raised which related to inconsistent formatting by introducing a unified way of entering the data. It was also anticipated that the proposed solution would facilitate an easier, centralised way of sharing emergency contacts that would reduce the administrative burden. The Panel member thanked ARa for his response but noted that although the standardisation element of the proposal was helpful, in their opinion the rest of the proposal missed the target in terms of facilitating improved flows of information.

- 5.10. Several Panel members indicated that they were minded not to support [CPW110](#). Broadly these Panel members agreed that there was an issue that needed to be addressed but that the solution proposed in [CPW110](#) was not the right one to address the issue.
- 5.11. One Panel member questioned whether the proposed solution was overly bureaucratic and queried whether a better solution would be to encourage customers to self-serve by signing up to alert services, as was the usual practice in the household market. The Panel member also noted that this would address a number of the data privacy concerns with the proposed solution. These comments were supported by other Panel members with several Panel members expressing strong support for the idea of a self-serve solution.
- 5.12. Another Panel member emphasised that they did not feel that the data protection risks in the proposed solution had been fully addressed. The Panel member further noted that they were concerned that the proposed change to MOSL's liability provision in section 12 of the MAC as a result of [CPW110](#) had not been sufficiently highlighted during the consultation phase. The Panel member also expressed the opinion that the high implementation cost for [CPW110](#) would not be justified on the basis of a predicted 40% uptake by Trading Parties post implementation and where the actual benefit to customers was questionable. These comments were supported by other Panel members.
- 5.13. A Panel member added that the non-mandatory nature of the proposed solution meant that there were no guarantees that data would improve. The Panel member further noted that the proposed solution did not exempt wholesalers from obligations to try and contact affected customers following an incident and that there was currently a live DEFRA consultation that encompassed this issue. The Panel member also questioned the benefit of codifying the interaction as codification has previously led to a compliance-based attitude that stifles innovation. The Panel member echoed earlier comments about the poor return on investment of the proposed solution and expressed a preference to explore a solution through enhanced guidance documents. The point on innovation was picked up by several other Panel members who expressed a desire to see the issue revisited with a focus on innovation and customer interaction.
- 5.14. The Customer Representative noted that CCW were, in principle, supportive of putting in place a central information hub for contact details but that they had questions around its utility and data accuracy if it is not mandatory. In particular they raised concerns around whether the entry of contact details for vulnerable customers should be mandatory, and whether their details should be mandatory rather than voluntary.

- 5.15. ARa responded to some of the concerns raised by Panel members noting that the RWG Sub-group had discussed whether to make the proposal mandatory at length. ARa highlighted that, in their consultation responses, several retailers had noted that they did not hold emergency contact information and that making submission of this data mandatory would be completely unworkable for them. By making the data entry optional the RWG Sub-group recognised that initial uptake might be lower than ideal levels but took the view that this would allow retailers time to work on data collection and that use would increase over time.
- 5.16. In response to concerns around data privacy, ARa noted that in designing and developing the solution provisions had been included for the automatic removal of irrelevant data. ARa explained that the proposed solution included a commitment to issue communications to industry reminding them on their obligations to keep contact details up to date. ARa outlined the ways in which the solution addressed the issue of facilitating improved communication between wholesalers and retailers but that it was never designed to address issues around getting contact information from customers as this was not a part of the original problem statement. ARa also noted that the option of introducing a self-serve option for customers was discussed by the RWG Sub-group but that it was felt that this was outside of the scope of this change proposal.
- 5.17. AR outlined the options open to Panel members in their voting.
- 5.18. The Panel considered whether the original problem statement adequately captured the market issues identified by Panel members and whether [CPW110](#) should be returned for further assessment with the proposer given the option to vary the solution. Following discussion, it was agreed that the original problem statement did not adequately capture the issues around customer interaction identified by Panel members.
- 5.19. A Panel member expressed the opinion that the issue of customer interaction should be looked at on a strategic level and that any future consideration of customer interaction on emergency contact should be addressed within this wider context. The Chair noted this point in the context of a broader list of issues that the Panel might want to recommend for consideration by the new Strategic Panel.
- 5.20. The Panel:
- **AGREED** (unanimous) to recommend [CPW110](#) be rejected by Ofwat (13 in favour); and
  - **AGREED** (unanimous) to recommend an implementation date of 13 May 2022, if Ofwat approval is received by 17 November 2021, or 2 December 2022, if Ofwat approval is received by 1 June 2022 (13 in favour).

## 6. Recommendation Report – CPW122 – Introducing Direct Debit as a Payment Method

- 6.1. The Panel considered the change proposal [CPW122 ‘Introducing Direct Debit as a Payment Method’ \(“CPW122”\)](#) which sought to introduce Direct Debit as a payment method that must be offered to Retailers to settle Wholesaler Primary Charges.
- 6.2. MF introduced the [CPW122](#) change proposal noting that it was raised by Waterscan to address issues relating to the availability of direct debit as a payment method in the non-household market. MF noted that the proposed solution mandates the offering of direct debit by

wholesalers as a payment method for primary charges but does not mandate that it is used as the payment method in every instance.

- 6.3. MF noted outlined the responses to the [CPW122](#) consultation with retailers largely in favour of the proposal and wholesalers largely against it. The consultation responses also indicated that there was a high level of interest from retailers in using direct debit as a payment method but that wholesaler interest in offering it, without it being mandated, was mixed.
- 6.4. The Customer representative described CCW's position on this change as being neutral as this change affects the relationship between Trading Parties and didn't have a direct customer impact. The Customer Representative expressed an interest in whether the risk of the cost of implementing [CPW122](#) being passed on to customers was realistic and if so what the impact would be.
- 6.5. MF noted that the proposed solution had been amended to take into account feedback from the consultation. Changes made because of the consultation feedback included a requirement for Retailers to allow Wholesalers a reasonable implementation time when they first request to use direct debit and the introduction of a minimum six-month notice period for any Retailer to opt out of a direct debit arrangement. MF outlined the Proposer's view on how the proposed changes support the Code Objectives and Principles.
- 6.6. JP noted that the purpose of the proposal was to reduce invoicing errors building on Waterscan's experience with customers which indicates some lack of clarity on how payment runs work in the non-household water market. JP expressed the belief that the change proposal would increase the payment options available and make it easier to do business in the market and remove a barrier to entry for some Self Supply Retailers.
- 6.7. The Chair then invited CW, who had indicated an interest in this agenda item, to provide a comment in his capacity as an observer.
- 6.8. CW noted that the reference to 'electronic funds transferred' included in the Code could include direct debit and that if there was dispute over whether that provision is working this could be a matter for Trading Parties to raise in a dispute and did not necessarily require Code change. CW questioned whether the complications around setting up direct debit in the draft recommendation report were as substantial as the complications arising where direct debit is not available as a payment option. CW asked for further information on the rationale for giving Retailers two days to raise concerns over direct debit invoices and noted the BACs rules that required an invoice to be rejected in full and did not allow for partial rejection created a risk to Wholesalers.
- 6.9. The Chair thanked CW for his contribution and opened the floor to comments from Panel members.
- 6.10. A Panel member noted that there was a divergence in opinion on this between Wholesalers and Retailers but questioned whether there was a need to codify this change. The Panel member further questioned whether a pilot test run involving interested parties could be undertaken to flush out other complexities that would arise from introducing direct debit payments in practice. The Panel member noted that the results of this test run would better enable the Panel to assess the change proposal. The Panel member raised concerns that utility of the existing change proposal was undermined by the new administrative complexities which it would introduce and requested clarification from the proposer on this point.



- 6.11. MF noted that while running a pilot test involving trading parties would be beneficial, it might be difficult to find Wholesalers willing to participate given the low level of interest indicated in the consultation responses. MF noted that, in relation to the concerns raised around the new complexities introduced because of mandating direct debit as a payment option, that the complexities should fall away after initial set up as the payments are automated thereafter. JP noted that complexities from the set up and processing of direct debit would fall with Wholesalers, but expressed the opinion that Wholesalers were well positioned to specialise and that these complexities currently fall with Retailers who are dealing with multiple Wholesalers.
- 6.12. A Panel member noted that although many Retailers had indicated that they were interested in direct debit as a payment option, this would not necessarily translate into take up. The Panel member noted that the implementation costs of [CPW122](#) to Wholesalers were significant and expressed a concern that Wholesalers could end up making significant investment without the level of take up to make this worthwhile. The Panel member also questioned whether the six-month cancellation notice period was compatible with the direct debit guarantee and asked for clarification on whether this was enforceable.
- 6.13. A member of the MOSL legal team clarified that Retailers would be tied into the six-month cancellation notice period contractually and that as such the notice period would be enforceable.
- 6.14. Several Panel members indicated that they were undecided on whether to support [CPW122](#). One Panel member noted that although they wanted to support innovation on payment methods, they were concerned that [CPW122](#) was not proportional in terms of the implementation cost to Wholesalers balanced against the benefit to Self Supply Retailers. The concerns expressed about the balance of benefits were echoed by a number of Panel members.
- 6.15. JP noted that there was significant interest in direct debit from Self-Supply Retailers and that introducing direct debit would resolve issues experienced by Self Supply Retailers in relation to the settlement of payment runs. JP also noted that some Self Supply Retailers had fixed dates for monthly payment runs that made it difficult for them to pay invoices that didn't align with those fixed dates. JP further noted that some large Self Supply Retailers had complex multi-layer approval processes for the payment of invoices and that this issue and the lack of availability of direct debit had prevented one large potential Self Supply Retailer from entering the market.
- 6.16. A Panel member questioned whether direct debit was already encompassed within the definition of 'electronic transfer of funds' in the Code. The Panel member also asked the proposers to clarify whether there is evidence within the market of retailers trying to access direct debit and not being able to.
- 6.17. MF noted that if Wholesalers were already offering direct debit as a payment option there would be no cost for them in implementing [CPW122](#). There was some debate about whether direct debit was encompassed within the definition of 'electronic transfer of funds' in the Code. MF stated that it should be within the definition but that it is currently being used. One Panel member expressed the opinion that the requirement for the 'electronic transfer of funds' was currently being met through other payment methods offered by Wholesalers and that offering direct debit could be covered by the definition but is not mandated by the Code.
- 6.18. A Panel member raised a concern that a lot of the detail on the contractual changes and set up necessary to implement [CPW122](#) included in the draft recommendation report had not been consulted on. The Panel member felt that this had resulted in a lack of practical detail for



Wholesalers on how [CPW122](#) would be implemented. The Panel member noted that further information on how the commercial terms would work in practice would help understand how direct debit would actually be taken up by the market. As a result, the Panel member noted that they were supportive of the broad direction of [CPW122](#) but that further work was required to enable proper assessment.

- 6.19. A Panel member expressed concern that the potential large Self Supply Retailer who had been unable to enter the market as a result of the lack of availability of direct debit had gone through the full licencing process on the basis of a belief that direct debit would be encompassed within the definition of 'electronic transfer of funds' in the Code. The Panel member noted that this was a real issue for the market worthy of wider consideration as a potential barrier to entry for new Retailers.
- 6.20. A Panel member requested clarification on how [CPW122](#) would affect the accessibility of the disputes process for smaller players under section 9.7.2 of the Code and whether this had been analysed and assessed within MOSL.
- 6.21. AR clarified that nothing in [CPW122](#) impacted Trading Parties' ability to raise disputes.
- 6.22. A Panel member noted that progress around 'open banking' may mean that the [CPW122](#) solution became outdated. The Panel member expressed the opinion that small Self Supply Retailers or new Retailers were struggling with then the Panel or the new Strategic Panel could look at potential open banking solutions. It was noted that looking at 'open banking' solutions was outside of the scope of this change proposal.
- 6.23. Panel members discussed their positions with regard to [CPW122](#). There was a split between Panel members who were minded to support [CPW122](#) and those who were minded to abstain on the basis that they felt insufficient information had been provided for them to take a position.
- 6.24. AR clarified that the Panel could take the decision to ask for further information and push [CPW122](#) back to assessment phase but, if it decided to do this, it would need to give clear guidance on the areas where it wanted further information.
- 6.25. The issue of whether to take a vote on [CPW122](#) or to send it back for further assessment was debated by the Panel, taking into account the presentation and subsequent Panel discussion. The majority of Panel members indicated that they were in favour of sending [CPW122](#) back for further assessment. Five Panel members indicated that they were in favour of moving to a vote on [CPW122](#).
- 6.26. The Panel:
  - **AGREED** (majority) to return [CPW122](#) to MOSL for further assessment (8 in favour, 5 against).
- 6.27. The Panel confirmed the issues for further assessment as being: to better understand and quantify the costs and benefits of [CPW122](#); to further quantify the potential take up; to add further detail on the operational impacts of implementing [CPW122](#); to further understand and quantify potential barriers to entry being posed by existing operating practices; and to better understand any potential impact on the disputes process.

- 6.28. AR noted that the barrier to entry and disputes process points might require further consultation and that the timing of this would need to be considered carefully given earlier discussion on managing the consultation pipeline. AR indicated that this additional assessment would take approximately three months and noted the Panel's desire that the additional assessment be undertaken as quickly as possible.
- 6.29. Panel members added requests for the additional assessment to incorporate a pilot scheme if volunteers can be found and for the resulting draft recommendation report and supporting legal drafting that comes back to Panel to be clear on what happens when a Retailer in a direct debit agreement disagrees with the invoiced amount.

## 7. Recommendation Report – CPW119/CPM042 – Dormant Trading Party Provisions

- 7.1. The Panel considered the change proposal [CPW119/CPM042 'Dormant Trading Party Provisions' \("CPW119"\)](#) which sought to introduce a new "dormant" status for Trading Parties that have held zero supply points for at least 12 consecutive months. This status would restrict their voting rights in MOSL membership votes, require market re-assurance when acquiring customers and incur a nominal £250 per month MO charge.
- 7.2. MF introduced the [CPW119](#) change proposal, noting that there were currently six Trading Parties in the market who have no Supply Point Identifiers ("SPIDs") and would be classed as dormant under the proposed changes. MF noted that these Trading Parties keep their Market Operator Services Limited ("MOSL") membership votes despite not being active market participants and described the quorum issues this has posed historically. MF further noted that there were potential integrity issues around CMOS data where it could be accessed by parties who were not active in the market.
- 7.3. MF outlined the proposed solution and the changes associated with a Trading Party having dormant status and outlined the Proposer's view on how the proposed changes support the Code Objectives and Principles.
- 7.4. AJ echoed MF's introduction and emphasised the high quorum requirements for MOSL membership votes and the problems that non-active Trading Parties had historically posed to achieving quorum. AJ also noted that consultation responses to this proposal had been very supportive. AJ further noted that there was a typo in the numbering used in the MAC legal drafting that would be corrected.
- 7.5. The Chair then invited CW, who had indicated an interest in this agenda item, to provide a comment in his capacity as an observer.
- 7.6. CW questioned whether [CPW119](#) supported the Code Objectives and Principles in the way described by the proposer. He suggested that, while the basis of the proposal had merit, they might be better served by adopting different criteria for determining whether someone is a genuine market participant.
- 7.7. The Chair thanked CW for his contribution and opened the floor to comments from Panel members.

- 7.8. A Panel member noted that they were 'minded to support' [CPW119](#) but asked for further information on whether the potential dormant Trading Parties had been contacted directly for their point of view.
- 7.9. AJ noted that there was a good response rate to the consultation and that some of the respondents were Retailers that would be classed as dormant. The one consultation respondent who was against [CPW119](#) was a Trading Party who would be classed as dormant under [CPW119](#). AJ also noted that a former MOSL colleague had discussed [CPW119](#) directly with potential dormant Trading Parties and that [CPW119](#) had also been discussed with Ofwat. AJ stated that he was not aware of any negative reactions from potentially dormant Trading Parties other than the one consultation response. AJ described the feedback received as being mainly that they want the reassurance work would be undertaken in a proportionate and flexible manner and that the fixed charge shouldn't be too high.
- 7.10. A Panel member noted that the consultation responses included statements from several Wholesalers and Retailers expressing concern around access to the powerful data in CMOS and the potential for it to be used in ways other than it was intended. Another Panel member noted that the Panel and MOSL should exercise caution around any plans to restrict data access for Trading Parties without any SPIDs without understanding how they use the data. The Panel member noted that they could be using the data for legitimate purposes such as business planning and preparing to launch into the market and that imposing a one-size-fits-all data restriction could pose a barrier to entry.
- 7.11. AJ noted that [CPW119](#) does not address the existing use of data but that there are obligations in the MAC stating that data can only be used for the purposes stated in the MAC. SM noted that access to data was something that MOSL had been actively discussing with Ofwat.
- 7.12. The Customer Representative noted that they were 'minded to support' and noted that the key aspect for them was ensuring that any Retailers coming back into the market after a period of dormancy had the requisite skills to support and serve customers.
- 7.13. All remaining Panel members noted that they were 'minded to support' [CPW119](#). Further minor questions were raised by Panel members.
- 7.14. In response to the minor questions raised by Panel member, MF and AJ clarified that whilst the £250 monthly MO charge for dormant Trading Parties would be hard coded into the MAC without indexation, this was not unusual and that the charge level would be revisited over time. MF noted that the discussion on [CPW122](#) could have an impact on the number of dormant Trading Parties under [CPW119](#) and that the delay in implementation of [CPW122](#) could mean a Trading Party was pushed into dormant status where it otherwise would not have been.
- 7.15. A Panel member noted that the draft recommendation report mentions reporting back on implementation of [CPW119](#) to Panel and welcomed this proposal. The Panel member expressed the opinion that broader issues around data access might be something that should be considered by the new Strategic Panel.
- 7.16. The Panel:
- **AGREED** (unanimous) to recommend [CPW119/CPM042](#) to Ofwat for approval (13 in favour); and
  - **AGREED** (unanimous) to recommend an implementation date of 5 November 2021, if Ofwat approval is received by 13 October 2021 (13 in favour).

## 8. Recommendation Report – CPW123 – Remote Read Type

- 8.1. The Panel considered the change proposal [CPW123 'Remote Read Type' \("CPW123"\)](#) which sought to rename and adjust the remote read type meter codes to ensure they accurately represent the meters in the market.
- 8.2. HC introduced [CPW123](#), noting that the current list of remote read types is out of date with the current technology being used in the market and that this had been identified as causing a number of issues for market participants.
- 8.3. HC noted that the consultation responses received were unanimously in favour of [CPW123](#) with two minor disagreements on elements of the proposed solution.
- 8.4. HC detailed the proposed solution and outlined the Proposer's view on how the proposed changes support the Code Objectives and Principles.
- 8.5. Panel members indicated that they were 'minded to support' [CPW123](#), noting the work that has been put into [CPW123](#) by the Metering Committee and that changes that improve CMOS data and improve efficiency are very welcome. Panel members felt that [CPW123](#) would make a significant positive difference to Wholesaler-Retailer dialogue on meter capability. One Panel member noted that the Retailer they were employed by had undertaken a high-level cost-benefit analysis of implementing [CPW123](#) and that they had found the benefits would far outweigh the costs. This point was echoed by other Panel members.
- 8.6. HC noted that there was overwhelming support from Trading Parties for [CPW123](#), that the change was necessary and that as such it should be prioritised for the next CMOS release.
- 8.7. A Panel member asked for clarification on whether a Trading Party would become non-compliant with the [CPW123](#) requirements at implementation date or at a later point.
- 8.8. HC stated that Trading Party data would be expected to be accurate at go-live but indicated that there is a data mapping exercise that would need to be undertaken by Trading Parties and CGI as part of the implementation of [CPW123](#). HC noted that in their consultation responses Trading Parties had, on average, indicated that they would need between three and six months for this data mapping exercise. HC further noted that there is a standard six-month gap between the gate closure for a CMOS release and the release itself. This six-month lead time should allow sufficient time for Trading Parties to complete the data mapping exercise.
- 8.9. The Panel member thanked HC for clarifying but recorded concerns that the proposed timelines may not allow Trading Parties to get the data in good order prior to the go-live date. The Panel member noted that they would welcome any kind of post-implementation review or data assurance exercise to check the quality of the data.
- 8.10. The Chair noted the Panel member's concerns and desire for data assurance work. The Chair indicated that data audit should be an issue to be handed over for review by the new Strategic Panel.
- 8.11. The Panel:
  - **AGREED** (unanimous) to recommend [CPW123](#) to Ofwat for approval (13 in favour); and
  - **AGREED** (unanimous) to recommend an implementation date of 13 May 2022, if Ofwat approval is received by 17 November 2021, or 2 December 2022, if Ofwat approval is received by 1 June 2022 (13 in favour).

## 9. Recommendation Report – CPW118 – Minimum Meter Read Frequency

- 9.1. The Panel considered the change proposal [CPW118 ‘Minimum Meter Read Frequency’ \(“CPW118”\)](#) which sought to improve the minimum required meter read frequency by amending the current criteria for ‘monthly read meters’ and transferring ownership of meter read frequency data in CMOS from Wholesalers to Retailers.
- 9.2. FM introduced [CPW118](#) noting that it was a direct product of feedback received from the [Strategic Metering Review Request for Information \(“RFI”\)](#) that MOSL consider the appropriateness of existing meter read frequency requirements. FM noted that there are two existing read frequencies, monthly read meters and bi-annually read meters with Wholesalers currently responsible for owning and maintaining meter read frequency data in CMOS.
- 9.3. FM described the proposed solution as having three main elements: removing the pipe size criteria from meter read frequency and moving to meter read frequency based on consumption only; changing the consumption point for monthly read frequency from >100,000m<sup>3</sup> to >5,000m<sup>3</sup> per annum; and moving the ownership of meter read frequency data from Wholesalers to Retailers. FM also noted that the >5,000m<sup>3</sup> consumption point would be subject to a 10% fluctuation threshold to try and stop meters with borderline consumption levels bouncing between different read frequencies on a regular basis.
- 9.4. FM noted that currently 0.9% of meters (representing 20.1% of total consumption) are read on a monthly basis but that under the proposed changes 2.9% of meters (representing 68% of total consumption) would be read monthly. FM described the increase in the volume of water consumed subject to a monthly read frequency as an opportunity to help to drive water efficiency.
- 9.5. FM noted that the solution initially contained an additional annual read frequency for low volume consumers but that this had been dropped following negative feedback on this element of the proposal. FM described the push back on the proposed introduction of annual read frequency as being driven by a desire not to erode customer service levels and to protect the quality of data in CMOS.
- 9.6. FM described the approach taken to estimating the potential cost of implementation and outlined the Proposer’s view on how the proposed changes support the Code Objectives and Principles.
- 9.7. Several Panel members indicated that they were minded not to support [CPW118](#), with a minority noting that they were unsure of whether to support the proposal.
- 9.8. One Panel member noted that while they instinctively believed that more meter reads would lead to data and billing benefits, they were unclear on the rationale for moving the ownership of the data field.
- 9.9. FM indicated that the purpose of the change in ownership of the meter read frequency data field was to reflect the reality that Retailers are in more frequent contact with customers than Wholesalers and better placed to get data and determine the read frequency. MH emphasised this point stating that the Retailer owns the relationship with the customer and this data field is part of that relationship.

- 9.10. A Panel member, who had indicated that they were minded not to support [CPW118](#), expressed the view that [CPW118](#) was a solution without a problem. The Panel member noted the findings of the CCW survey which found that 65% of customers were happy with their current read frequency. As a result, the Panel member felt that the increase in the number of reads, and associated cost, that would result from the proposal was not justified. The Panel member also noted that [CPW118](#) would move a commercial interaction into the Codes and that, in their opinion, Wholesalers were far better placed to understand the read frequency requirements than Retailers.
- 9.11. The Customer representative noted that from a CCW perspective the key points were that there was overwhelming support for bills based on actual reads, generally people were happy with their existing read frequency but there was very low support for less frequent meter reads.
- 9.12. Several Panel members noted concerns around the cost impact of [CPW118](#) and that there would be a poor return on investment. One Panel member noted that while more reads are valuable, the benefits of increased read frequency is linked to bill frequency and that not all customers are billed monthly and any benefit to them would be lost. Another Panel member noted the potential that [CPW118](#) would erode the competitiveness of the market by removing a key point of difference. One Panel member noted that they were not in favour of the removal of the introduction of an annual meter read frequency from the proposal, although this view was challenged by other Panel members. A Panel member also noted that while there was some merit in the proposed solution, they felt that by mandating set volume-based consumption points it did not take customer choice into account and that more should be done to bring the customer's views to the heart of the solution.
- 9.13. The Panel:
- **AGREED** (unanimous) to recommend [CPW118](#) be rejected by Ofwat (9 in favour, 4 abstain); and
  - **AGREED** (unanimous) to recommend an implementation date of 13 May 2022, if Ofwat approval is received by 17 November 2021, or 2 December 2022, if Ofwat approval is received by 1 June 2022 (9 in favour, 4 abstain).

## 10. Recommendation Report – CPW070a-1 – Phase 2 - Bilateral Transactions - Supplementary

- 10.1. The Panel considered the change proposal [CPW070a-1 'Phase 2 - Bilateral Transactions - Supplementary'](#) which built on [CPW070a/CPM043a: Phase 2 – Bilateral Transactions](#) and sought to amend five code documents within the Wholesale Retail Code (“Code”) to enable Trading Parties to use the Bilateral Hub to raise C1 requests and ensure the code accurately reflects the technical solution.
- 10.2. SMa set out a high-level overview of the progress of the Bilaterals programme, noting that it had maintained momentum and that was on schedule for delivery for go-live on 22 September 2021.
- 10.3. EJ confirmed that the purpose of [CPW070a-1](#) was to implement necessary technical fixes identified during the testing period for the [CPW070a/CPM043a](#) changes approved for recommendation by the Panel at its June meeting. These fixes included those aimed at addressing unplanned Bilaterals Hub (“Hub”) behaviour, changes in technical solution functionality due to

the agile nature of the programme and the addition of clarifications and removal of inconsistencies.

- 10.4. EJ confirmed that the [CPW070a-1](#) change proposal had been vetted by the MOSL Legal Team with support from Ofwat on the Code drafting. EJ further confirmed that all relevant advisory groups had had been consulted on the proposed changes and that regular dialogue had been maintained with CCW and industry. EJ noted that the Code documents requiring amendment were [Schedule 1 Part 3 'Operational Terms'](#), [OSD0701 'Bilateral Common Processes'](#), [OSD 0704 'Bilateral Processes for Part C'](#), [CSD 0002 'Market Performance Framework'](#) and [CSD 0601 'Bilateral Data Catalogue'](#) and drew the Panel's attention to the changes being made to these documents. EJ then detailed the Customer Representative's view on the proposed changes and the Proposer's view on how the proposed changes support the Code Objectives and Principles.
- 10.5. The Chair thanked the MOSL team for their work on this change proposal and reminded the Panel that this is an agile programme and that assurances had been provided that [CPW070a-1](#) had been through the same process with the Code Advisory Group ("CAG") as [CPW070a/CPM043a](#).
- 10.6. The Chair noted the timeline leading to delivery of the changes on 22 September 2021 and advised that Panel members should focus on 'showstopper' comments. The Chair then invited MM to comment on the change proposal in his role as a member of the Pathfinders Group and CW, who had indicated an interest in this agenda item, to provide a comment in his capacity as an observer.
- 10.7. MM noted that he was 'minded to support' the proposal on the basis that there was a logic and structure to the recommendations. MM further noted that the 'tweaks and adjustments' are a consequence of the agile approach, but that the proposed changes were sensible in order to ensure alignment between the delivery of the Bilaterals programme and the Codes.
- 10.8. CW raised an issue with phraseology used in the Bilateral Submission Guidance Document ("Guidance Document") equating it to the level of Market Code and the restrictions it puts on raising service requests. The Chair thanked CW for his observation and encouraged him to engage on this issue with the Bilaterals Programme. EJ confirmed that he was happy to engage with CW on this and with a Panel member who noted that CW's observation had prompted some thoughts on the Guidance Document.
- 10.9. The Chair opened the floor to Panel members for comment.
- 10.10. A Panel member requested clarification on whether Trading Parties would have to continue to self-report OPS for new C1 service requests after go-live or whether MOSL would be able to centralise OPS reporting at that point. EJ confirmed that MOSL would have the capacity to centralise OPS reporting at go-live. However, EJ clarified that Trading Parties would be required to continue self-reporting OPS for a period after go-live in order to enable MOSL to ensure that the centralised OPS data aligns with self-reported data. EJ emphasised that MOSL is keen to move to centralised data as quickly as possible once the necessary checks have been carried out.
- 10.11. Several Panel members noted that they were minded to support [CPW070a-1](#) and expressed confidence in the supporting logic for the changes and that they had been developed in a way that gave the Panel assurance on their efficacy. The Customer Representative expressed support for [CPW070a-1](#) and noted that they expected the Hub to create benefits for both the market and customers.



10.12. A Panel member noted that a number of the things that had moved out of this particular implementation were related to trading party behaviour and asked whether the Programme Team could raise these with the Market Performance Committee (“MPC”) to assist with its monitoring work. EJ confirmed that that the Hub could allow MOSL visibility of which parties take what actions and that the Programme Team could work with the MPC to ensure visibility.

10.13. The Panel:

- **AGREED** (unanimous) to recommend [CPW070a-1](#) to Ofwat for approval (13 in favour); and
- **AGREED** (unanimous) to recommend an implementation date of 22 September 2021, if Ofwat approval is received by 20 September 2021 (13 in favour).

## 11. Board Strategy Update

11.1. The Chair welcomed AH to the Panel for the first time as Chair of the MOSL Board.

11.2. AH provided the Panel with an overview of the MOSL Board’s strategy, which had largely been developed at the MOSL Board strategy day in July. AH noted that the MOSL Board strategy had been developed with the MOSL Senior Leadership Team and shared with David Black from Ofwat.

11.3. AH described MOSL’s strategic priorities and outcomes noting that in developing the strategic priorities and outcomes the MOSL board had focussed on factors that were within MOSL’s control.

11.4. AH noted that the past year had been a challenging one for the market and that the impact of external factors such as Covid-19 demonstrated the essential fragility of the market and had revealed some structural barriers.

11.5. AH expressed the view that, since market opening, growing public awareness of the impact of climate change, population growth and water scarcity had driven increased focus on issues such as water efficiency and leakage by market participants. AH detailed the MOSL Board’s view on existing market challenges including those to achieving industry targets on water efficiency and net zero and outlined the interventions it had identified.

11.6. AH noted that Ofwat were broadly supportive of MOSL Board’s approach to current strategy and that they had encouraged the MOSL Board to retain its focus on customers, better service and innovation. AH further noted that Ofwat had acknowledged that more needed to be done to enable all customers to benefit and to enable water efficiency targets to be met.

11.7. AH noted that the Board had focussed on a review of three main areas ‘Effective market operations’, ‘Financeability’ and ‘Performance incentives’. AH describe the review of each of these areas as considering whether MOSL should ‘continue as we are’, ‘collaborate with others’ or ‘seek to provide influence’. AH outlined additional areas identified for inclusion in future business plans as a result of this review.

11.8. AH described the Board’s next steps as being, for each identified activity, to identify if it forms part of the current MOSL Business Plan or is a logical development of the Business Plan (and therefore a candidate for inclusion in the 2022-2025 Business Plan), identify existing knowledge gaps and to assign a Senior Leadership Team owner with lead responsibility for each activity.

11.9. A Panel member asked where MOSL felt it was against the four strategic priorities. SM confirmed that progress on the four strategic priorities is reported quarterly and that MOSL is

currently on track in most areas. AH added that the Board regularly reviews progress on the strategic priorities and holds management to account on progress. Additionally, AH noted that the Board strategy day had provided the opportunity for a stock take on the strategic priorities.

11.10. A Panel member commented that insight from MOSL to the market had improved greatly in the last year. The Panel member asked how the Board saw MOSL's role in terms of the balance between supporting the operation of the market and improving the market and how it intended to work with the new Strategic Panel. AH remarked that from a MOSL perspective the business planning process was key in determining the areas of activity that would be considered business as usual and those which would be seen as enhancement activities. AH and SM confirmed that they saw the relationship with the new Strategic Panel as vital and that there was a plan in place to involve the Strategic Panel in the MOSL business planning process as early as possible.

11.11. A Panel member asked for a view on how the Board felt MOSL's role within the market would develop. AH noted that the Bilaterals and Data Insight workstreams were examples of the direction of travel for MOSL in terms of adding additional value. AH also referred back to the MOSL purpose, values and strategic priorities outlined earlier and suggested that those would be the bet indicators of MOSL's future direction. SM confirmed that MOSL's core focus was on getting the basics right before taking on any additional tasks.

11.12. Another Panel member remarked on the Water UK Economic Report and asked AH if MOSL would play a role in resolving the market frictions highlighted in the report. AH confirmed MOSL cannot address these issues directly. However, AH expressed the opinion that through its use of insight and market oversight MOSL might be able to shine a light on the areas that require review by other stakeholders such as Defra and Ofwat in order to resolve market frictions. AH reiterated that MOSL needed to make sure that it delivered on the commitments it had made to the market through its Business Plan and that it should not allow itself to be distracted by projects and programmes to the detriment of the delivery of those commitments.

11.13. A Panel member queried if the existing Panel plan was factored into the MOSL Board strategy day and how this will impact on the Strategic Panel. AH confirmed a desire not to guide the Strategic Panel in its thinking but to allow it to develop on its own. SM remarked that the Panel's documented priorities and focus areas had been incorporated into MOSL Business Plan and that this will be considered as part of the business planning conversations that MOSL has with the new Strategic Panel.

11.14. The Chair thanked AH for her contributions.

11.15. The Panel:

- **NOTED** the Board Strategy Update

## 12. Panel transition/implementation of revised governance arrangements

12.1. The Panel considered the Panel Transition and Implementation of Revised Governance Arrangements Document, which outlined the phases and maximum duration of the transition period that comes into effect in September as part of the implementation of the new Strategic Panel and Code Change Committee.

- 12.2. AR presented the Panel Transition and Implementation of Revised Governance Arrangements document and highlighted the sequence of events required for Panel transition and that while a six-month transition period was allowed for, the ambition was to complete the transition in a shorter timeframe. AR highlighted the decisions and priorities for the Panel's assessment and that they were being invited today to agree to request Ofwat extend Panel members' terms of office through transition period. AR also noted that the Panel was being asked to consider whether they would the Disputes Committee members should be appointed by the existing Panel or the new Strategic Panel. If the Panel decided that it the Disputes Committee should be appointed by the new Strategic Panel, the Panel would also be asked to request the extension of existing Disputes Committee members' terms of office to cover the transition period.
- 12.3. AR noted that a Panel election would be held in late September to fill the existing Wholesaler vacancy as well as any other vacancies that would arise if current Panel members did not want to continue through the transition period or otherwise as required.
- 12.4. The Chair then invited CW, who had indicated an interest in this agenda item, to provide a comment in his capacity as an observer.
- 12.5. CW questioned whether extending the terms of office of current Panel members ran contrary to the stated desire for the transition to the Strategic Panel to be as swift as possible. CW asked whether the Panel could consider ways in which the new Strategic Panel could start its work as soon as possible such as running the Strategic Panel in parallel with the existing Panel with the existing Panel running as a shadow Code Change Committee before the new Code Change Committee is established.
- 12.6. The Chair thanked CW for his contribution and opened the floor to comments from Panel members.
- 12.7. AR further confirmed the expectation is for the Strategic Panel to form the Code Change Committee and Disputes Committee in the first instance.
- 12.8. It was clarified that the Disputes Committee Chair would still be considered a non-voting member of the Disputes Committee. EW therefore declared a potential conflict in relation to the discussion on the membership of the Disputes Committee and indicated that she would recuse herself from the discussion of Disputes Committee membership.
- 12.9. A Panel member asked for further clarity on the benefit of not appointing a new Disputes Committee now. AR clarified that he was unable to speak on behalf of the Strategic Panel but noted that the Strategic Panel might want to follow a different process for the selection of Committee members than has been followed by the existing Panel.
- 12.10. Several Panel members noted that there would be a need to ensure full transparency and careful explanation to industry if Panel and Disputes Committee members' terms of appointment were extended to maintain credibility. The key point for the Panel was that the extension was being requested because it was, to a certain extent, required by the Code and not through any desire from Panel members to extend their terms of office for personal reasons. AR acknowledged this point and confirmed the intention for there to be complete transparency around any extension to terms of appointment.
- 12.11. Panel members raised several questions on the interaction with Ofwat. In response, AR confirmed that Ofwat were aware of the proposed approach and that without an extension there will be the need to appoint an entirely new Panel for three to six months. AR also clarified that

Ofwat were aware of the timeframe for approving any request for extensions to the terms of appointment of Panel and Disputes Committee members. AR also noted that a Panel Nominations meeting was in place to fill the vacant Wholesaler seat and this could be used to elect a new Panel if required.

12.12. The Panel:

- **AGREED** (unanimous) that the Panel requests Ofwat extend Panel Members' terms of office to cover the transition period (13 in favour); and
- **AGREED** (unanimous) to approve that the term of office for Disputes Committee Members be extended from 31 October 2021 to 31 March 2022 (11 in favour, 1 abstain, 1 recused).

12.13. The Chair noted that the Panel should be as effective as it can during the transition period and take the actions described in the transition document such as approving and recommending Code changes. The Chair felt that there was a role for the Panel in identifying and handing over the issues it viewed as strategic to the new Strategic Panel. The Chair noted that the Panel had a workshop in October and that this session could be used to review items for handover. AR confirmed that the points made throughout the meeting that identified issues that the Panel felt should be handed over to the Strategic Panel had been recorded.

12.14. A Panel member noted the desire for the current Panel to be effective during the transition period and that it would be useful to have transparency on process and timelines. AR agreed communication was key and indicated that more information would be shared with the current Panel following the initial meeting of the Panel Nomination Committee and that this should include information on the sequencing of events.

12.15. A Panel member mentioned the report from the GDPR Committee which set out a number of watching briefs and was approved by the Panel. The Committee member noted that consideration would need to be given as to how these watching briefs were handed over to the Strategic Panel, in particular with regard to the legal obligations. AR noted that this would be considered and the Chair recommended that this is included in the handover discussion at the October Panel workshop

## 13. MOSL Business Update

13.1. The MOSL Business Update was noted with no questions raised.

13.2. The Panel:

- **NOTED** the MOSL Business Update.

## 14. Committee reports

14.1. The Committee Reports were noted with no questions raised.

14.2. EW provided a short verbal update on the most recent Disputes Committee which heard Dispute DIS31 in the last week.

14.3. The Panel:

- **NOTED** the Committee Reports.

## 15. Market Performance Operating Plan (MPOP)

15.1. The Market Performance Operating Plan update was noted with no questions raised.

15.2. A Panel member thanked MOSL for comprehensive nature of the update.

15.3. The Panel:

- **NOTED** the Market Performance Operating Plan update.

## 16. MOSL Market Update

16.1. The MOSL Market Update was noted with no questions raised.

16.2. The Panel:

- **NOTED** the MOSL Market Update

## 17. Any Other Business

17.1. The Chair expressed her thanks to Panel for their contributions and

17.2. As there was no other business, the open session was closed.

## CLOSED SESSION

## 18. Market Improvement Fund

18.1. The Panel considered the Market Improvement Fund (MIF) Sub-group Terms of Reference, the MIF Sub-group membership and the recruitment methodology for MIF Selection Committee members including the delegation of authority for appointing MIF Selection Committee members to the MIF Sub-group.

18.2. The Panel:

- **AGREED** (unanimous) to approve the recruitment methodology of the MIF Selection Committee (13 in favour);
- **AGREED** (unanimous) to approve the members of the MIF Sub-group (13 in favour); and
- **AGREED** (unanimous) to approve the Terms of Reference of the MIF Sub-group (13 in favour).

## 19. Panel 58 Reflections

19.1. The Panel reflected on the meeting.

19.2. There being no further business, the Chair closed the meeting.