



**Minutes of OGA Board meeting on 20th May 2021
09:00-15:00
Hartsfield Manor, Betchworth, Surrey**

| Directors | In attendance |
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| Tim Eggar Chairman | Stuart Payne (observer) Director of HR, Decommissioning, Supply Chain |
| Frances Morris-Jones Non-executive Director | Tom Wheeler (items 7 and 8) Director of Regulation |
| Sarah Deasley Non-executive Director | Jane de Lozey (items 7 and 8) Head of Disputes and Sanctions |
| Mary Hardy Non-executive Director | Scott Robertson (item 11) Director of Operations |
| Emily Bourne Shareholder Representative Director | Margaret Exley (item 12) Board Evaluation Consultant, SCT Consultants |
| Iain Lanaghan Non-executive Director | Russell Richardson Company Secretary |
| Andy Samuel Chief Executive | Fiona Gruber Head of Governance and Board Secretary |
| Nic Granger Chief Financial Officer | |
| Emily Bourne Shareholder Director | |

1. Welcome and introductions

The Chairman welcomed Directors to the meeting.

2. Minutes and matters arising

Directors approved the minutes of the March meeting. There were no outstanding actions.

3. Conflicts of interest

Mary Hardy notified the Board of her appointment as a Member of the Audit and Risk Assurance Committee of a public sector body. Emily Bourne highlighted the potential for a conflict of interests on some licensing matters but the Board agreed she should continue to participate fully and that the issue would be kept under review.

4. Committee reports

The Chairman of the Audit and Risk Committee reported that work on the year end audit was progressing smoothly, with no issues highlighted by the auditors. There are no matters for Board approval at this stage. The Remuneration Committee will meet after the Board meeting.



5. Safety and environment report

The Board discussed the Chief Executive's update on safety and environment performance and agreed it was a growing concern that the impact of the pandemic on staffing was continuing to delay routine maintenance on offshore installations.

6. Chief Executive report

The Chief Executive chaired the annual Tier Zero deep dive into UKCS performance, challenging industry leaders on measures from emissions intensity to resource progression, in April. The HSE attended and presented a session on process safety. The OGA continues to work with BEIS, the CCC and OGUK to align views and methodologies for GHG emissions measurement and projections.

The Chief Executive highlighted the recent launch of Energy Pathfinder, a comprehensive update of Oil and Gas Pathfinder, which now includes a real-time picture of energy transition and decommissioning projects on the UKCS.

The OGA's second annual Inclusion Report, for publication later in May, reports progress to date and the OGA's intention to work with industry in 2021 to facilitate moves to develop a more diverse energy workforce.

7. Regulation issues - sanction warning notice

The Director of Regulation and the Head of Disputes and Sanctions presented a detailed recommendation to issue a sanction warning notice (SWN) and clarified that the Chief Executive and CFO had not had previous involvement in the case.

The Board discussed the case in detail and agreed the recommendation to issue the SWN minded-to notice. They considered the proposed fine and agreed a preliminary amount which was appropriate to the circumstances.

8. licensing update

Following the Board discussion in March, the Director of Regulation updated Directors on progress with the licensing matters in question.

The Board agreed that it would be prepared to consider further updates and make decisions in correspondence or by videoconference, if necessary.

9. Shareholder update

The Shareholder Director confirmed that Tim Eggar has agreed to extend his tenure as Chairman for a further two years, until March 2024. However, Emily will be moving to a new role in the summer and will be stepping down from the Board.

She updated the Board on departmental business and thanked the OGA for its support with North Sea Transition Deal developments.



10. CFO update

The CFO updated the Board on the current financial position and reported that a new cost centre had been created to triage funds for core projects such as the new Aberdeen office, the digital road map and phase three of the energy integration project.

11. Operations priorities, successes and challenges

The Director of Operations gave an overview of his strategic priorities for the directorate: resource progression, emissions reduction and ensuring it is a great place to work. The increasing focus on energy transition projects has created opportunities for staff to deploy spatial planning skills in new ways, develop new skills and maximise the value of existing project management skills.

The Board noted the very strong progress made during a difficult year and agreed that it would be helpful, during a period of Board transition, to identify opportunities for new Non-Executive Directors to deepen their understanding of the complex issues the directorate faces.

12. Board effectiveness evaluation report

SCT Consultants presented its report of the recent Board evaluation, concluding that the Board is highly effective, clear about its role and purpose, well managed and effectively supported. SCT found that the Board is well chaired, has a positive and constructive atmosphere and has a propensity to find solutions, not simply to challenge and question.

The Board accepted the report's recommendations, many of which were already planned, and which build on the Board's strengths. The Board Secretary will track progress with implementing them.

13. Draft 2020-21 Annual Report and Accounts

The Head of Governance presented the narrative section of the Annual Report and Accounts and noted Directors' comments. The Audit and Risk Committee will review the full Annual Report and Accounts in June, once the audit has been completed.

The final Annual Report and Accounts will be presented to Directors for approval at the June Board meeting before it is presented to the Shareholder for adoption at the General meeting.

14. Board planning

Following the Board evaluation, the Board agreed to proceed with occasional, single topic Board discussions. The first of these will be scheduled before the full July meeting.

15. AOB

The Chairman outlined his concerns about the continuing burden of ad hoc administrative requests from government and his hope that the extent of such requests can be clarified when the framework document is reviewed.



Oil & Gas
Authority

Company number: 09666504

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Chairman

30th June 2021

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Date