

Panel Action PAN02/06: The Code Administrator to ensure the Governance Workgroup review the appropriateness of counting members as absent who provide an alternate when considering Modification Rules - Ceasing to be a Member 4.4 b)
(i) the Member is absent.

4.4 Ceasing to be a Member

4.4.1 A Member shall, other than by way of retirement pursuant to paragraph 4.2.1, cease to be a Member where:

(a) the Member notifies the Secretary that he wishes to cease to be a Member;

(b) in the case of a Voting Member:

(i) the Member is absent from three (3) consecutive monthly meetings (convened in accordance with paragraph 5.2.1) of the Modification Panel;

(ii) the Member notifies the Panel Chairperson that he holds (or will hold) a Conflicting Appointment in accordance with paragraph 4.4.5;

(iii) the Panel Chairperson determines the Member holds (or will hold) a Conflicting Appointment in accordance with paragraph 4.4.6

and the Secretary shall notify the other Members and each such relevant persons as the Secretary determines, on receipt of a notice under paragraph (a) or on the occurrence of any of the circumstances referred to in paragraph (b).

4.5 Alternates

4.5.1 Each Voting member shall, and each other Member may, appoint an individual (including another Member other than the Panel Chairperson) to be the Member's alternate; provided that each Voting Member shall be required to appoint two (2) alternates.

4.5.2 The appointment (and revocation of the appointment) of an alternate shall be conditional upon and shall only be effective upon:

(a) in respect of an appointment receipt of notice by the Secretary (in such form as the Secretary may reasonably request):

(i) from the Member identifying the individual to be appointed as the alternate; and

(ii) from the alternate to confirm a willingness to act as the Member's alternate and (in the case of an alternate to a Voting Member) to confirm the alternate does not hold a Conflicting Appointment;

(b) in respect of a revocation of appointment receipt of notice by the Secretary (in such form as the Secretary may reasonably request):

(i) of the Member's notice of revocation of the alternate's appointment; or

(ii) *from the alternate's confirming he no longer wishes to act as an alternate.*

4.5.3 *A Member who is, by reason of also being an alternate of a Voting Member, entitled to exercise more than one (1) vote shall not be required to exercise all the votes which that Member is entitled to exercise, or to exercise all of the votes which that Member is entitled to exercise in the same way.*

4.5.4 *In addition to notices sent to Members, each alternate for the time being shall be entitled to be sent notices.*

4.5.5 *An alternate may attend any meeting of the Modification Panel which is not also attended by the Member (in his capacity as a Member) who appointed him. If that alternate is the alternate of a Voting Member, he may also vote and generally at any such meeting shall have and shall be able to exercise and discharge any and all of the functions, powers and duties of the Member who shall have appointed that alternate; provided in the event both alternates of a Voting Member attend only the first to attend the meeting shall be able to vote, and the alternate second to attend shall have observer status only. Alternates of Voting Members may sign written resolutions pursuant to paragraph 5.9, provided that if an alternate of a Voting Member and the Voting Member who appointed him shall sign a written resolution the signature of the Voting Member shall be effective and the signature of the alternate shall be disregarded.*

4.5.6 *If a Member ceases, for whatever reason, to be a Member the appointment of any alternate of the Member shall lapse with immediate effect; provided that if any Member retires but is reappointed any appointment made by that Member pursuant to paragraph 4.5.1 which is, and continues to be, effective prior to the retirement of that Member shall continue to be effective after that Member's re-appointment.*

4.5.7 *Where an alternate to a Voting Member ceases to be an alternate in accordance with paragraph 4.4.5 or 4.4.6, notifies the Voting Member that he no longer wishes to be an alternate or has his appointment revoked, the Voting Member shall appoint a replacement alternate as soon as reasonably practicable.*

.....

Governance Workgroup review of the appropriateness of counting members as absent who provide an alternate

Following the implementation of Modification 0656, Panel members would be considered to cease as members if they failed to attend 3 consecutive meetings of Panel.

The Joint Office (JO) interpretation is this is 3 consecutive standard meetings and extraordinary meetings are excluded from the count for Member attendance.

A Panel member has challenged why an absence is counted when a Member nominates an alternate. JO advised this rule was included to counter the issues of the previous year where Members nominated alternates for extended periods of time when it was felt they should have resigned to allow for the nomination/election process for a new member.

It was agreed that the issue should be considered further by the Governance Workgroup and their views are as follows:

The proposer reminded the Workgroup of the objectives of Modification 0656, which were to promote attendance of the Panel Member. A discussion was had about the types of Alternate used and whether they should represent the industry from their constituency perspective, and it was noted that the rules for the Consumer Representative Alternate were not the same as for other Panel Members. The group also recognised that for other Workgroups/Committees the Panel rules do not apply and attendance by the alternate would be welcomed and not impact on the membership of the member.

However, the workgroup felt that being on the UNC Panel was an important role and that different rules were appropriate, especially as the role is for a 2 year period.

