

MULTAN ELECTRIC POWER COMPANY

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No. 12.171-89/Company Secy

Office of The Company Secretary

Dated: 28-5-22

 Mr. Jalil-Ur-Rehman Tarin 209-A, 27th Street, Off Khayaban-e-Roomi, DHA, Phase-8, Karachi.

 Mr. Allahyar Khan
 Chief Executive Officer, MEPCO Multan.

 Mr. Ahmed Taimoor Nasir Joint Secretary (Transmission), Room No. 220 Ministry of Energy (Power Division), Islamabad.

 Mr. Javed Iqbal Khan, Joint Secretary (Budget), Govt of Pakistan Finance Division Islamabad.

Commodore Muhammad Siddiq (R),
 D-22, Street # 2, Navel Housing Scheme (NHS),
 Hilal Road, F11/1, Islamabad.

Sardar Naufil Mahmud,
 70-B, Sarfraz Rafiqui Road,
 Lahore Cantt 54810, Lahore.

Mr. Nauman Siddiqui,
 59-G Commercial, Phase-I,
 DHA, Lahore.

 Muhammad Shafiq Ur Rahman 214 - Pak Block, Allama Iqbal Town Lahore.

 Mr. Arif Mansoor, 1st Floor, Central Design Building, Old Anarkali, Lahore.
 Muhammad Saleem Shah Bukhari

 Muhammad Saleem Shah Bukhari, Bukhari & Company, 40-41-A, Ali Arcade, Multan.

 Mr. Akhtar Hussain Qamar, Watan Builders, Old Sales Tax Building, Vehari Chowk, Multan.

Sub:- MINUTES OF 185TH BOARD MEETING HELD ON 15-05-2022.

Enclosed please find herewith Minutes of 185th BOD Meeting held on 15-05-2022 (Sunday) at 11:00 AM in Board's Meeting Room MEPCO H/Qs Khanewal Road Multan, for information and necessary action please.

DA/as above

COMPANY SECRETARY MEPCO

Copy to:-

- 1. All G.Ms under MEPCO Ltd Multan.
- 2. All Chief Engineers under MEPCO Ltd Multan.
- 3. Finance Director, MEPCO Ltd Multan.
- 4. All D.Gs under MEPCO Ltd Multan.
- 5. The Manager (MM) & Procurement (Distn) MEPCO Multan.
- 6. The Manager (Transport) MEPCO Ltd Multan.
- 7. Deputy Manager (Civil) MEPCO Ltd Multan.
- 8. The Staff Officer to CEO MEPCO H/O Multan.



MULTAN ELECTRIC POWER COMPANY

MINUTES OF 185TH BOD MEETING, HELD ON 15-05-2022 (SUNDAY) AT 11:00 AM IN BOARD'S MEETING ROOM, MEPCO HEAD OUARTER KHANEWAL ROADMULTAN.

1.	Mr. Jalil-Ur-Rehman Tarin	Chairman
2.	Mr. Allahyar Khan	CEO/Director
3.	Mr. Ahmed Taimoor Nasir	Director
4.	Muhammad Shafiq Ur Rahman	Director
5.	Muhammad Saleem Shah Bukhari	Director
6.	Mr. Akhtar Hussain Qamar	Director (Through Video Link)
7.	Mr. Nauman Siddiqui	Director(Through Video Link)
8.	Sardar Naufil Mahmud	Director (Through Video Link)
9.	Mr. Arif Mansoor	Director (Through Video Link)
10.	Mr. Javed Iqbal Khan	Director (Through Video Link)
11.	Commodore Muhammad Siddiq (R)	Director(Through Video Link)
12.	Mr. Sajid Yaqoob	Company Secretary

Following MEPCO officers attended the Meeting on call.

1.	Engr. Nasir Ayaz Khan Gurmani	General Manager (Op)	
2.	Engr. Zafar Iqbal Gill	Chief Engineer (Dev) PMU	
3.	Mian Ansar Mahmood	Finance Director	
4	Mr. Liagat Ali Memon	D.G.(HR & Admin)	

Meeting started under the Chairmanship of Mr. Jalil-Ur-Rehman Tarin. The Chair noted the quorum to be in order. Proceedings commenced with recitation of Verses from the Holy Quran by Mr. Sajid Yaqoob. The Members and key management personnel declared that they are not directly or indirectly, concerned/interested in any contract or arrangement being considered in this Board meeting.

Following agenda items were presented to the Board, the resultant discussions and decisions of the BOD are narrated as under:-

AGENDA ITEM NO. 1

Leave of absence of Honorable Members of BOD Meeting.

The Chairman of Board of Directors noted that all the members are available.

AGENDA ITEM NO. 2

To consider and confirm the minutes of the 183rd BOD Meeting held on 16-04-2022 & 184th Meeting held on 23-04-2022.

Company Secretary apprised that the minutes of 183rd BOD meeting held on 16-04-2022 and minutes of 184th BOD meeting held on 23-04-2022 duly endorsed by Chairman BOD were circulated among all Board Members. The Chairman BOD invited the attention of all Members for offering any reservation(s)/comment(s) regarding the approval of the minutes.

Resolution

185-BOD-R1

There being no objection from the house, **RESOVLED that** minutes of 183rd BOD meeting held on 16-04-2022 & 184th BOD meeting held on 23-04-2022 be and is hereby confirmed as true record of the proceedings of the meetings.

AGENDA ITEM NO. 3

To review the compliance status on the directions issued by BOD during its 183rd Meeting held on 16-04-2022 & 184th Meeting held on 23-04-2022.

Resolution

185-BOD-R2 RESOLVED that deliberation upon subjected agenda is hereby deferred.



AGENDA ITEM NO. 4

To consider the resignation tendered by Malik Ahmad Jalal, Member of MEPCO Board.

With the permission of Chair, agenda was presented by Company Secretary. He informed the Board that Malik Ahmad Jalal, (Independent Director) of MEPCO Board has tendered his resignation from MEPCO Board due to his personal & professional commitments. The resignation received through e-mail dated 24.03.2022 was sent to Ministry of Energy (Power Division), Islamabad along with the detail of meetings attended & unattended by Malik Ahmad Jalal since constitution of new Board. Now, Mr. Naveed Ahmad, Section Officer (DISCOs) II has desired to place the matter before BoD MEPCO for deciding the matter followed by necessary codal formalities like obtaining thumb impression, CNIC etc. as per prescribed procedure and submit the same to SECP under the rules. The same was communicated to Malik Ahmad Jalal requesting him to provide the desired information. Resultantly, Malik Ahmad Jalal provided the requisite information enclosed in a covering letter received through e-mail dated 12.05.2022 and a hardcopy received through courier on dated 13.05.2022. The Board was requested to consider the resignation tendered by Malik Ahmad Jalal.

After due consideration, the Board resolved as follows.

Resolution

185-BOD-R3 RESOLVED that the resignation tendered by Malik Ahmad Jalal is hereby accepted.

AGENDA ITEM NO. 5

To deliberate upon the letter received from Power Policy & Monitoring Company (PPMC) regarding Performance Evaluation against the targets ending 3rd Qtr. for FY. 2021-22.

With the permission of the Chair, Director General (Commercial) informed that a letter has been received from Power Policy & Monitoring Company (PPMC) regarding performance evaluation against the targets ending 3rd Quarter for FY. 2021-22 since MEPCO has entered into a Performance Agreement / Contract with Ministry of Energy (Power Division).

At the very outset, he informed that there are 23 operational and commercial performance parameters for which the performance of Company has been evaluated. Out of 23 performance parameters, shortfall has been observed in 11 parameters. He presented justification of all 11 parameters to members.

While discussing the recovery constraints in government department i.e. WASA and Saline Zone, the Board desired that management should exert strenuous efforts to resolve the recovery issues by engaging the relevant authorities & initiating recovery campaign with government departments to ensure achievement of targeted recovery before closure of F.Y 2021-22.

While providing reason for negative variance in execution of L.T proposals & installation of ABC cables, D.G (Commercial) apprised that the target for 3rd quarter couldn't be achieved due to backlog of previous quarters created by shortage of material and reaffirmed that the target will be achieved at the end of Financial Year as delivery of material has been improved during last quarter.

Regarding target for MMR accuracy (%age), he informed that MMR has been improved from 95% in 1st quarter to 97% in 3rd quarter. The less MMR accuracy (%age) is due to mute, defective & temporary disconnected meters which will be improved up to June-2022. Upon query of one of members, CEO elaborated the mechanism for reporting of MMR accuracy to PITC with the observation that the samples taken by PITC do not reflect the MEPCO performance. The Board desired to reconcile the MMR accuracy data with PITC in order to streamline the data reporting up to the level of PPMC/MoE (Power Division) so that actual company performance is reflected.

Regarding negative variance on the number of illegal connections removed & FIR lodged, CEO apprised that efforts are being made to curb theft by conducting anti-theft drive, lodging FIRs and civil administration is being approached to expedite the legal proceedings against defaulters pending since long. He assured the Board that the performance will be improved in next quarter.

While concluding the discussion, the Chair showed his satisfaction upon the performance of Company. However, he showed his concern for poor recovery from government departments and non availability of distribution material. He was of the view that both factors are hampering Company's performance and creating bad image of company as well. He stressed that management should exert strenuous efforts for recovery from Government departments through proactive approach. Supply chain of material needs much improvement as it is reflecting poorly on Company's performance. He expressed his hope that the performance of Company against all 23 parameters will be improved in fourth quarter.

The Board resolved as follows.

Resolution

185-BOD-R4

RESOLVED that management shall take appropriate steps to address the shortfalls observed in different performance parameters and ensure that targets are achieved in accordance with Performance Agreement signed with Ministry of Energy (Power Division).

AGENDA ITEM NO. 6

To consider the briefing by Director (Security & Vigilance).

On behalf of all Board members, the Chair extended warmest welcome and good wishes to Mr. Waqar Ahmed, newly appointed Director (Security & Vigilance). The Chair expressed his hope that Mr. Waqar will meet our Company's expectations and showcase the ability, skills and results that are expected from him. Mr. Waqar assured that he will do his utmost efforts to perform as per expectations of Board.

With the permission of the Chair, Director (Security & Vigilance) gave a detailed presentation encapsulating context for establishing Security & Vigilance directorate, objectives, mandate and status of existing man power. He briefed the members about inherent problem areas in existing model prevailing in Company and provided his threat assessment based on historical data of Company.

While proposing different available options to address the problems, he proposed that geographical area of responsibility can be divided into 03 Zones. He suggested that outsourcing one security company in a single zone will facilitate coordination / management and will provide flexibility for renewal and revision of contracts at any stage. Another available option, he stated, is to outsource permanent installations through guard less options which will reduce dependency on human shields and will provide effective monitoring system. Mr. Waqar also briefed the members about proposed hierarchy of Security and Vigilance Directorate.

While responding to different queries of members, Mr. Waqar informed that status of existing security system is pathetic as guards whether hired through outsourcing or on regular strength are not properly equipped and trained. There exists poor monitoring mechanism which makes the whole scenario more alarming. He proposed that retired army personnel to the rank of Major may be inducted as Deputy Director (Security) so that effective monitoring is possible. After due consideration, the members did not agree with the proposal.

During the course of discussion, one of members desired that need analysis should be carried out to ascertain the exact requirement of security guards in Company by categorization of installations in terms of sensitivity. The proposed solution must be cost effective by analysing the available options.



Based on need analysis, Director (Security & Vigilance) must ensure that a serious security company is hired through outsourcing who is able to provide appropriate quality human resource as per requirement of Company.

Participating into discussion, another member commented that extension in contract of existing Security Company was being granted as the Company was in process of hiring of Director (Security & Vigilance). Now, the process has been completed. So, the incumbent must explore an economized solution of the security services. The proposed solution should not invite any permanent liability to Company. He proposed that Director (Security & Vigilance) should present a plan for hiring of a security company by incorporating the concerns of members in proposed plan. He should decide about hiring of a single security company or different companies in consultation with CEO.

One of the members suggested that Director (Security & Vigilance) should identify burning issues in existing system and response options can be categorized into 3 options i.e. must have, should have and could have along with justification of each response option. Secondly, Mr. Waqar can discuss the issues and possible solutions with other sister companies. He can benefit from the different approaches being exercised in different companies.

After detailed discussion, the Board directed to present a rationalized task based plan for hiring of Security Company as soon as possible and present RFP in next meeting. The Director (Security & Vigilance) shall ensure that whole process is completed by 15th June, 2022.

Direction

185-BOD-D1

Directed Director (Security & Vigilance) to present rationalized task based plan for hiring of Security Company and present RFP at earliest. The Director (Security & Vigilance) shall ensure that advertisement is placed by 15th June, 2022.

AGENDA ITEM NO. 7

Matters relating to Procurement & Disposal Committee

a. <u>Approval for extension in service contract of M/s Pasban Security Services to safeguard the offices / installations falling within the jurisdiction of MEPCO.</u>

With the permission of Chair, agenda was presented by D.G (HR & Admin). He informed the Board Members that matter regarding extension in contract to M/s Pasban Security Services (Pvt) Ltd. for provision of 796 No. outsourced Security Guards was presented to Procurement and Disposal Committee wherein, the Committee has recommended for extension in contract. However, the Committee desired that exact period for extension will be decided in Board meeting on the recommendations of Director (Security & Vigilance).

Upon query of the Chair, Director (Security & Vigilance) requested that contract should be extended for 4 months as the necessary formalities required to complete the tendering process will take at least 3-4 months.

After due consideration, the Board agreed with the recommendations of Director (Security & Vigilance) with the comments that no extension will be allowed in future and directed that the all formalities must be completed till 31.08.2022. The Board resolved as follows.

Resolution

185-BOD-R5

RESOLVED that considering the request of D.G (HR & Admin) and recommendations of Procurement & Disposal Committee, approval for extension in contract to M/s Pasban Security Services (Pvt) Ltd. for provision of 796 No. outsourced Security Guards for a further period of 04 months w.e.f 01.05.2022 to 31.08.2022 on same terms & conditions is hereby accorded.

The resolution is based on the following confirmations by the management of MEPCO.

- a. No material information has been withheld and the working paper represents all facts of the case.
- b. All legal and codal formalities have been complied with.
- c. That there is no conflict of interest of any member/Officer of MEPCO.
- d. MEPCO has complied with the PPRA rules and procedures related to such procurement.
- e. Technical and financial evaluation of the bid submitted for the said procurement have been carried out correctly on the basis of true facts of each bid submitted by the bidders.
- f. Previously, there is no issue on supplier side from which this procurement is being made.
- g. There is no violation of SOPs of MEPCO for environmental and social safeguard.
- h. The procurement will be in accordance with the approved financial budget and procurement plan.
- i. Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- j. The recommendations of Bid Evaluation Committee are unconditional and no grievances have been received from any Bidder.
- k. Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.
- b. Approval of Tentative Annual Procurement Plan in respect of Director (Proc) Dist. MEPCO for the F/Y 2022-23 including Distribution Material, Safety Items, AMR Meters, I.T Items & Transport Deptt: amounting to Rs. 26398.63 million including Rs. 20417 million (for 12-months requirement of Dist. material) and Rs. 31367.63 million including Rs. 25386 million (for 15-months requirement of Dist. material) with contingency of 10% due to overall inflation and new items requirement due to any urgent requirement.
- c. Approval of tentative procurement plan for F.Y 2022-2023 for reclamation of 12791 Nos. transformers to the extent of Rs. 727.230 million in respect of transformer reclamation workshop under MEPCO.
- d. Approval of tentative Annual Procurement Plan for F.Y 2022-23 in respect of Chief Engineer (Development) PMU MEPCO Multan.
- e. Approval for procurement of Distribution Material against Sustainable Development Goals Achievement Programme (SAP-IV) amounting to Rs. 5502.27 million as required by Project Director (Const.) MEPCO.

Before start of formal presentation on above agenda items by the relevant sponsoring officers, the Chair enquired whether the proposed plans are in line with Corporate Budget for Financial Year 2022-23 or otherwise. The management responded that preparation and finalization of budget is under process.

During the course of discussion, the members desired that Company's Corporate Budget should be presented to Audit and Finance Committee at earliest so that these procurement plans are in line with budget. Moreover, the management should revisit / rehash / rationalize the above procurement plans by coordinating with all relevant heads of departments and it must be ensured that proposed procurement plans are in line with CAPEX and OPEX proposed in budget.

After due deliberation, it was decided that meeting of Audit and Finance Committee will be held on 21.05.2022 and Chairman, Procurement & Disposal Committee and Chairman, Technical

Automation & New Initiative Committee of the Board will be invited to attend the meeting so that they can provide their input during finalization of CAPEX and OPEX.

The Board resolved as follows.

Resolution

185-BOD-R6

RESOLVED that the management shall revisit / rehash / rationalize the above procurement plans by coordinating with all relevant heads of departments to ensure that proposed procurement plans are in line with Corporate Budget for Financial Year 2022-23 to be presented in upcoming Audit & Finance Committee meeting.

f. Approval for Acquisition of Private Land for Proposed 132KV Grid Station DG Khan-III, Mouza Chabri Zareen Tounsa Road DG Khan in the name of MEPCO.

With the permission of the Chair, the agenda was presented by Chief Engineer (Dev) PMU. He apprised the Board that matter regarding acquisition of private land for proposed 132KV Grid Station DG Khan-III, Mouza Chabri Zareen Tounsa Road DG Khan in the name of MEPCO was presented to Procurement and Disposal Committee wherein, the Committee has recommended the case for Board's approval.

Upon query of one of members, CE (Development) informed that District Price Assessment Committee meeting held on 24.03.2022 under chairmanship of Deputy Commissioner DG Khan has approved the market price of subjected land @ Rs. 50,000/- per Marla and the total cost of the 32-Kanal 08-Marla land would be amounting to Rs. 37,260,000/-. Moreover, construction of the 132KV Grid Station DG Khan-III is included in World Bank funding project PC-1 duly approved from ECNEC.

After due consideration, the Board resolved as follows.

Resolution

185-BOD-R7

RESOLVED that considering the request of Chief Engineer (Dev) PMU and recommendations of Procurement & Disposal Committee, approval for purchase of private land measuring 32-Kanal & 08 Marla for construction of proposed 132KV Grid Station DG Khan-III is hereby accorded. The management will deposit the amount of 37,260,000/- in favor of Government Treasury under the relevant Head of Account.

- a. No material information has been withheld and the working paper represents all facts of the case.
- b. All legal and codal formalities have been complied with.
- c. That there is no conflict of interest of any member/Officer of MEPCO.
- d. There is no violation of SOPs of MEPCO for environmental and social safeguard.
- The acquisition will be in accordance with the approved financial budget and procurement plan.
- f. Certified that the case has been checked by the sponsoring officer and is complete in all respect for consideration of Board of Directors, MEPCO.
- g. Any misstatement of the facts and figures in the working paper would make MEPCO management liable for the consequences.

g. Approval for procurement of 78 Nos. ZM-60 towers and allied accessories.

With the permission of the Chair, the agenda was presented by Chief Engineer (Dev) PMU. He apprised the Board that matter regarding procurement of ZM-60 Towers and allied accessories was presented to Procurement and Disposal Committee wherein, the Committee has resolved to refer the case to Board for collective deliberation with the direction to present the following while presenting the case to Board.

1. Historical consumption status of ZM-60 towers.

- 2. List of the projects (consumer financed / own resources) against which these towers are required.
- 3. Timeline regarding consumption of these towers.

While submitting the compliance of the direction, CE (Dev) PMU presented the list of projects along with time line regarding consumption of these towers.

The members showed their displeasure with the remarks that presented timelines are unrealistic & irrational as delivery of towers will be after the timelines presented to Board. After due deliberation, the members resolved to defer the case with the instructions to ensure that all allied accessories of towers are readily available at the time of installation of these towers and there is no right of way issue.

The Board resolved as follows.

Resolution

185-BOD-R8 RESOLVED that the case is hereby referred back to Procurement and Disposal Committee for its consideration.

h. To consider the clarification regarding scrapping of T/No. 96/22 for procurement of 100,000 Nos. smart energy meters.

With the permission of the Chair, Director (Procurement) Distribution briefed the Board regarding T/No. 96/22 for procurement of 100,000 Nos. AMR energy meters. He presented activity and date wise fact sheet for members' consideration. He explained different issues raised during the course of Technical Evaluation of the tender and proceedings of the Grievances Redressal Committee.

One of the members desired that management should present the grounds on which the Technical Evaluation Committee has evaluated the tender and declared different firms as non-responsive. Similarly, basis on which grounds, the Grievances Redressal Committee has declared the different firms as responsive and should be briefed to the BOD. Moreover, it was pointed out that earlier the recommendations to scrap the tender was presented before the Procurement & Disposal Committee which was not accepted and directed to wait for the completion of necessary evaluation and grievance redressal formalities which was completely ignored and the tender was scrapped without seeking formal BOD approval. Further, no cogent reason was presented for this act. However, Director (Procurement) Distribution tried to explain the reasons for scrapping the aforesaid tender and presented the reports of Technical Evaluation Committee and Grievance Redressal Committee for members' deliberation. The convener of GRC gave a bird's eye view on how a firm could be declared responsive after being declared non-responsive by the technical evaluation committee and vice versa but comprehensively failed to explain the specific decision pertaining to aforementioned tender. The convener of the technical evaluation committee also explained the PPRA relevant clauses of PPRA rules according to which the firm(s) were declared non-responsive.

One of members emphasized that the design and specifications for AMR meters need to be standardized and the requirement of compliance of UDIL testing of MDC should be made part of D&S for AMR meters. The tender documents should be in accordance with standard D&S approved by NTDC.

Participating into the discussion, one of the members emphasized that no firm can add or alter its documents once the bid has been submitted in response to the RFP terms and conditions. He desired to intimate the exact reason due to which the firms were declared responsive by the Grievance Redressal Committee and no specific answer was provided to this effect.

During the course of discussion, it was strongly observed that management remained unable to explain the different issues identified by the BOD members and ambiguous / unsatisfactory replies were provided in response to specific queries. It was strongly felt that different interpretations of the

tender clauses i.e. clause 5.1 to 5.4, w-9 and compliance of UDIL testing of MDC had been made by both technical evaluation and grievance redressal committees.

Mr. Nauman Siddiqui, member BOD emphasized that earlier this matter was put up before Procurement & Disposal Committee with the request to scrap the tender of AMR meters. The Committee had directed to complete the process of grievances received from different firms. But the tender have been scrapped without prior approval of the Board or its relevant Committee.

He asserted that Board should nail down that how it all happened and the responsibility should be fixed accordingly.

While responding to the query of one of the members, Director (Procurement) Distribution clarified that PPRA Rules are very clear that tender cannot be revived once it's scrapped. The members also observed that the tender has been scrapped by the management and any revival of the tender may attract further legal complications and would result in sequential loss to Company.

After detailed discussion and deliberation, majority of the members were of considered opinion that management completely failed to process the procurement of smart meters in an efficient and transparent manner. One of the members pointed out that it was not the first time that the smart meter tender was floated and the management was not aware of the evaluation complexities. The members were of the view that in response to different questions asked by the members related to design, specifications and different clauses of the tender document, vague information was purposely presented by the management. With incomplete and ambiguous information provided by the management, the Board could not reach to any conclusive decision.

Keeping in view the inputs of different members, level of procedural and technical complexities involved in evaluation process, the Chair invited the attention of the members with the proposal that CEO should do the needful for requesting CEO PITC & MD PPMC to nominate adequate and well conversant officers to critically analyze the entire process carried out for procurement of AMR meters and identify the delinquents for any procedural violations of prevailing SOPs / Rules. He proposed that nominee of PPMC should be made convener of the committee and nominee from PITC & one nominee from MEPCO (to be nominated by CEO) as members of the committee. The TORs of the committee will be finalized by the CEO and findings / recommendations of the committee should be discussed at Board level.

All the members unanimously agreed with the proposal except Mr. Nauman Siddique who recorded his dissent note with the remarks that an in-house inquiry committee should be constituted with the mandate to probe into entire procedure carried out for procurement of AMR meters and identify the delinquents for any procedural violations of prevailing SOPs / Rules. The action should be taken accordingly. Moreover, all firms along with PITC should be engaged to address their grievances and devise a way forward so that maximum participation of AMR meter manufacturing firms can be made possible.

With majority of 10-1, the Board resolved as follows.

Resolution

185-BOD-R9

Based on the understanding that the quality & entirety of information furnished by the management does not provide comfort level to conclude any decision and issues identified during the tender evaluation process of AMR meters, with majority of 10-1, RESOLVED that Chief Executive Officer shall do the needful for constitution of following committee by requesting to relevant Departments.

1. Representative from PPMC

Convener

2. Representative from PITC

Member 1

3. Representative from MEPCO

Member W

(To be nominated by CEO)

The Chief Executive Officer will finalize the TORs of above-mentioned committee & submit the findings / recommendations of the committee in next meeting.

AGENDA ITEM NO. 8

Matters relating to HR & Nomination Committee.

Before start of formal presentation of the agenda items related to HR Directorate, the management sought condonation of the requirement of presenting the cases along with recommendations of HR & Nomination Committee as these cases are of urgent nature. After due consideration, the Board acceded the request.

a. Approval for extension of outsourced skilled / un-skilled labour through M/s Ali Azhan contractor / firm.

With the permission of the Chair, the agenda was presented by DG (HR & Admin). He briefed the members that Board in its 179th meeting held on 23.12.2021 against agenda item No. 6(v) has accorded approval for extension / retention in engagement period of 301 No. skilled / un-skilled labour hired through M/s Ali Azhan Enterprises till 31.03.2022 or till engagement of 400 unskilled labour on daily wages basis from open market or till hiring of staff through testing agency / university whichever is earlier. The extended period has expired. Concerned offices / formations have requested for retention / extension of outsourced skilled / unskilled labour due to exigency of work and acute shortage of staff. M/s Ali Azhan Enterprises has also given his consent for further extension / retention in engagement period beyond 31.03.2022.

After due consideration, the Board resolved as follows.

Resolution

185-BOD-R10

RESOLVED that considering the request of D.G (HR & Admin), approval for extension in engagement period of 301 No. skilled & unskilled outsourced labor provided by the firm i.e. M/s Ali Azhan Enterprises for further period of 03 months i.e. up to 30.06.2022 on same terms & conditions is hereby accorded.

The resolution is based on the following confirmations by the management of MEPCO.

- No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

b. Approval of MEPCO Upgradation Policy for officers from BPS-17 & above.

With the permission of the Chair, the agenda was presented by D.G (HR & Admin). He briefed the Board that new Promotion Policy / Performance Management Policy has been adopted by MEPCO BOD in its 176th meeting held on 05.10.2021 wherein, criteria / parameters of promotion of officers are mentioned. However, no criteria / parameters for upgradation of officers from BPS-17 & above are mentioned in said Performance Management Policy. Previously Upgradation Boards of officers BPS-17 & above were being conducted in the light of Upgradation Policy issued by PEPCO vide O/M dated 29.09.2011.

At present, large number of upgradation cases of the officers are lying pending. In order to consider / process the upgradation cases of the officers, a new Up-gradation Policy for Officers BPS-17 & above has been devised as per parameters of Performance Management Policy.

During the course of discussion, DG (HR & Admin) presented a comparison of prominent features of old & newly proposed Upgradation Policy for officers from BPS-17 & above.

Upon query of one of members, DG (HR & Admin) confirmed that proposed Upgradation Policy is in line with new Promotion Policy / Performance Management Policy approved by Board on 05.10.2021 and Upgradation Policy issued by PEPCO vide O/M dated 29.09.2011. Moreover, no posts will be created for upgraded officers.

After due consideration, the Board resolved to approve the upgradation policy for officers BPS-17 & above with the understanding that proposed upgradation policy is in line with new Promotion Policy / Performance Management Policy approved by Board on 05.10.2021 and Upgradation Policy issued by PEPCO vide O/M dated 29.09.2011 and no posts will be created for upgraded officers.

The Board resolved as follows.

Resolution

185-BOD-R11

RESOLVED that considering the confirmation from D.G (HR & Admin) that proposed Upgradation Policy is in line with new Promotion Policy / Performance Management Policy approved by Board on 05.10.2021 and Upgradation Policy issued by PEPCO vide O/M dated 29.09.2011 and no posts will be created for upgraded officers, approval of MEPCO Upgradation Policy for officers BPS-17 & above is hereby accorded.

The resolution is based on the following confirmations by the management of MEPCO.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

c. Approval for criteria / SOP for recruitment of ALMs.

Before start of formal presentation on the subjected agenda, the Chair proposed that proposal contained in presented working papers needs to be thrashed out at HR & Nomination Committee level. However, the matter regarding publication of advertisement for the post of ALM has no concern with proposed distribution of marks as this issue will be resolved till completion of testing process. He proposed that members should consider to direct management to publish the advertisement in daily Newspapers for the post of 818 No. ALMs on the basis of SOP/criterion previously approved by the Board.

After due consideration, the Board resolved as follows.

Resolution

185-BOD-R12 RESOLVED that considering the request of D.G (HR & Admin), approval of advertisement in daily Newspapers for the post of 818 No. ALMs on the basis of SOP/criterion previously approved by the Board is hereby accorded. However, the matter regarding revision in screening/skill test criteria was referred to HR & Nomination Committee for its deliberation and recommendations.

> The resolution is based on the following confirmations by the management of MEPCO.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.

- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

d. Approval for hiring of 03 No. posts of various categories in BPS-19 through external hiring under MIRAD.

With the permission of the Chair, the agenda was presented by D.G (HR & Admin). He briefed the Board that on the approval of BOD, MEPCO published following 12 No. posts of various categories in National Newspapers on 22.10.2021 for recruitment from open market with closing date 05.11.2021. A Selection Board was constituted by Board to conduct the interviews of 3 No. posts of various categories in BPS-19 under MIRAD. The Selection Board conducted the interview on 27.04.2022 and awarded marks to the candidates. Interview marks sheet for the post i.e. Manager (Legal / Contracts), Manager (Planning & Forecasting) & Manager (Contract Management & Regulatory Affairs) was presented to Board.

After due diligence, the members were of considered opinion that appointments against Manager (Planning & Forecasting) & Manager (Contract Management & Regulatory Affairs) should be considered after ascertaining its requirement at this stage. Therefore, members resolved to defer the appointments against these posts. However, the members agreed to approve appointment of the candidate who achieved highest marks given by the Selection Board for the post of Manager (Legal / Contracts). The incumbent will be offered lump sum pay package up to Rs. 250000 and other perks and privileges will be in line with those of recently hired Director (Security & Vigilance). The Board resolved as follows.

Resolution

185-BOD-R13 RESOLVED that considering the request of D.G (HR & Admin) and recommendations of Selection Board, approval for issuance of appointment letter to Mr. Tanveer Abdullah S/O Malik Allah Wasaya as Director (Legal/Contract) under MIRAD is hereby accorded. The incumbent will be offered lump sum package up to Rs. 250,000/- and other perks & privileges will be in line with those of recently hired Director (Security & Vigilance).

The resolution is based on the following confirmations by the management of MEPCO.

- a) No material information has been withheld and the working papers represent all facts of the case.
- b) All legal and codal formalities have been complied with.
- c) There is no conflict of interest of any officer of the MEPCO.
- d) Certified that the case has been checked by the sponsoring officer and is complete in all respects for consideration of Board of Directors, MEPCO.
- e) Concerned official/officer of MEPCO's management would be liable for any omission/misstatement of the facts and figures in the working papers.

e. Approval for recruitment / induction under direct quota.

Resolution

185-BOD-R14 RESOLVED that the deliberation on subject cited agenda is hereby referred to HR & Nomination Committee for its deliberation.

The meeting ended with thanks to and from the chair.

(Engr. Sajid Yaqoob) Company Secretary MEPCO