

DCUSA CHANGE REPORT	
CHANGE PROPOSAL	DCP 067 – Companies Act 2006 Update
DATE OF ISSUE	23 August 2010
ISSUED TO	DCUSA Contract Managers
PARTIES ENTITLED TO VOTE	All Parties
RETURN DEADLINE (Voting End Date)	07 September 2010 – DCUSA@electralink.co.uk

1 PURPOSE

- 1.1 This document is issued in accordance with Clause 11.20 of the DCUSA. The Change Report details DCP 067 - Companies Act 2006 Update. The voting process for the proposed variation and the timetable of the progression of the Change Proposal (CP) through the DCUSA Change Control Process is set out in this document.
- 1.2 Parties are invited to consider the proposed amendment attached as Appendix A and submit votes using the form attached as Appendix B to dcusa@electralink.co.uk by 07 September 2010.

2 DCP 067 – COMPANIES ACT 2006 UPDATE

- 2.1 DCP 067 has been raised by ESP Electricity Limited on behalf of the Panel to address an issue identified by DCUSA Legal Counsel and captured in the Housekeeping Log.
- 2.2 The CP seeks to update the DCUSA to replace references to the Companies Act 1985 with the Companies Act 2006.
- 2.3 There is no legal requirement for a company to change its articles as a result of any of the 1 October 2009 changes (implemented by the Companies Act 2006). The articles of a company incorporated under the 1985 Companies Act (or earlier companies acts) will remain in effect but, subject to limited exceptions, the 2006 Act will override inconsistent provisions. Where the articles refer to a section number of the 1985 Act that has not materially changed, the articles will usually operate as if the reference were to the relevant section in the 2006 Act.
- 2.4 Although the CP impacts Clauses which are categorised as Part 1 matters, the Authority has determined in accordance with Clause 11.21 that the CP is a housekeeping matter and does not require authority consent.

3 PROPOSED AMENDMENT AND LEGAL DRAFTING

- 3.1 The proposed legal drafting for DCP 067 has been reviewed by Wragge and Co and is attached as Appendix A.

4 ASSESSMENT AGAINST THE DCUSA OBJECTIVES

- 4.1 The proposer considers that DCP 067 better facilitates DCUSA objective 3.1.4¹ as the CP will ensure that the DCUSA accurately reflects current legislation thus allowing more effective understanding and administration of the Agreement.

5 PANEL RECOMMENDATION

- 5.1 The Panel approved the DCP 067 Change Report at its meeting on the 18 August 2010.
- 5.2 In accordance with Clause 12.4 of the DCUSA the Panel has determined that DCP 067 should be issued to all Parties for voting for a period of 10 Working Days.

¹ The promotion of efficiency in the implementation and administration of this Agreement and the arrangements under it

5.3 The timetable for the progression of the Change Proposal is set out below:

ACTIVITY	DATE
Change Report Agreed	18 August 2010
Party Voting	23 August – 07 September 2010
Change Declaration	10 September 2010
Implementation	05 November 2010

Appendices:

- A. DCP 067 – Legal Drafting
- B. DCP 067 – Voting Form