

**DRAFT COPY FOR DISCUSSION**

## **User Pays User Committee**

### **Terms of Reference**

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## **1. Objectives**

- 1.1 The User Pays User Committee (UPUC) is established in accordance with the Framework contract for the Provision of Non-Code User Pays Services (the Contract). The UPUC discharges the functions ascribed to it in the Contract and enables xoserve and User Pays users to discuss the operation and development of the Code and Non-Code User Pays services specified, or with the potential to be specified, in the Agency Charging Statement, and in particular to support:
- (a) the administration of the User Pays Services Schedule procedures as defined in the Framework Contract for the Provision of Non-Code User Pays Services (the Contract) for non-Code services;
  - (b) the provision of feedback on the operation of User Pays services specified in the Agency Charging Statement;
  - (c) for xoserve, or the Transporters, providing information and progress updates on proposed modifications to the Agency Charging Statement;

## **2. Scope**

- 2.1 All matters related to, or proposed to be related to, the User Pays Code services and the Non-Code User Pays services as defined in the Services Schedule of the Contract.

## **3. Membership**

- 3.1 Members of UPUC entitled to exercise a vote shall be the Contract Managers for each customer who has signed the Contract, and an xoserve representative (for the purpose of Section 7 only).
- 3.2 In addition, non-voting participation will be open to:
- (a) A Chairman for the meeting;
  - (b) A Secretary for the meeting;
  - (c) xoserve
  - (d) A representative from each Transporters that is a party to the Agency Services Agreement;
  - (e) An Ofgem representative
  - (f) Others subject to agreement by the Chairman that they may participate.

- 3.3 Any non-voting participants (except xoserve) shall be excluded from all or part of any UPUC meeting if a simple majority of Voting Members present at the meeting so determine.
- 3.4 Each UPUC Member may by notice to the Chairman, and upon verification by xoserve, appoint an Alternative of the same organisation who shall be entitled to exercise all rights as if they were the Member.
- 3.5 The Chairman and Secretary of the UPUC will be proposed by xoserve from time to time, and any change subject to agreement by a simple majority of Voting Members present at any UPUC meeting.

#### **4. Quorum**

- 4.1 A UPUC meeting shall be considered quorate where, following the correct notification of a meeting, there is a Chairman, Secretary, two Voting Members, and an xoserve representative.

#### **5. Meetings**

- 5.1 The Secretary will ensure agendas and minutes of meetings and any other information is made available in a timely fashion.
- 5.2 For a meeting to be correctly convened, normally a minimum of 5 business days notice of a UPUC meeting must be provided to all Members. Meetings at shorter notice shall be correctly convened provided at least 5 Voting Members request the convening of a meeting at short notice.
- 5.3 Agendas, minutes and other information provided to UPUC members (including these terms of reference) will be available and published on an appropriate website as specified by xoserve.
- 5.4 The UPUC shall meet as deemed necessary to conduct the business of the UPUC, and the Secretary shall, as a minimum, convene one meeting per year.
- 5.5 Attendance at a meeting may be in person or via teleconference / video conferencing facilities.

#### **6. Customer Voting Convention**

- 6.1 *[To be agreed]*

#### **7. Maintenance of the Terms of Reference**

- 7.1 The Terms of Reference will be maintained at the UPUC meetings.

- 7.2 Any changes to these Terms of Reference shall be notified to the Secretary, discussed at a UPUC meeting and require 100% agreement of Voting Members present at any meeting before any change is made.

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