

ETTOS Working Group (EWG) Terms of Reference

1. Scope

The ETTOS Working Group (EWG) provides an opportunity for industry participants to discuss ETTOS related issues relating to the development, set up and implementation of the ETTOS Service.

The EWG will act jointly under the auspices of SPAA EC and the DCUSA Panel, but will have no powers to enforce changes to the SPAA or DCUSA or any existing industry agreements, codes or associated systems. The EWG will make recommendations to the SPAA EC and DCUSA Panel which they may accept or send the issues back to the EWG for further consideration. Where the SPAA EC and DCUSA Panel reject the recommendation from the EWG, rationale for this rejection should be provided.

The EWG will have regard to the impact that any proposed changes will have on existing industry agreements or associated systems, and will consider the wider costs and benefits associated with proposed changes.

This document shall be interpreted in accordance with the defined expressions set out in the SPAA and the DCUSA.

2. Responsibilities

- Oversight and endorsement of ETTOS service provider deliverables from a user viewpoint.
- Attend meetings as requested by the Project Management Team.
- Review of relevant risks, issues assumptions and dependencies submitted by the Project Team, agreeing mitigating actions and/or escalating to SPAA EC and DCUSA Panel as appropriate.
- Act in accordance with these ToR and any necessary confidentiality requirements.
- Constituting expert sub-groups where appropriate.
- Interface with the Authority where appropriate.
- Provide recommendations to the respective SPAA and DCUSA governance boards.

3. Membership and Representation

The EWG shall be composed of such persons with experience and expertise suitable to the EWG's remit, and who are willing to serve, as the SPAA EC and DCUSA Panel may direct. Any SPAA or DCUSA Party will be entitled to nominate a EWG member. No more than one person from each SPAA or DCUSA Party will normally be expected to become a member. However, there may be exceptions where different individuals have different relevant knowledge or expertise.

Once the EWG is established, the Chair shall (unless the SPAA EC or DCUSA Panel otherwise directs) be entitled to admit such additional persons to serve on EWG as the Chair considers appropriate. The SPAA EC or DCUSA Panel may, at its discretion, subsequently remove any such additional persons from service on the EWG.

The EWG may hold open and closed sessions. Only members will be entitled to attend the closed session of the meeting.

Members, shall, where reasonably possible, be expected to ensure their attendance on a consistent basis and ensure their commitment toward making the EWG a success. However, a member may notify the Secretary in advance of the meeting that they intend to be represented by an alternate. An alternate shall be treated in the same way as a member, unless the Chair determines that it is not appropriate to do so.

Membership of the group is open to all SPAA and DCUSA members. Observers that may attend from time to time include:

- CrimeStoppers (the ETTOS Provider);
- Ofgem;
- Consumer Focus; and
- Information Commissioner's Office

In compliance with the requirements of the DCUSA, members shall:

- act independently, not as a delegate, and without undue regard to the interests, of any Related Person¹;
- exercise reasonable skill and care to the standard reasonably expected of a director of a company under the Companies Act 2006; and
- act in a manner designed to facilitate the performance by the EWG of the duties delegated to it.

Members should be prepared to:

- engage and participate fully in the EWG;
- take actions to be completed outside of the EWG meetings; and
- report back on views and actions taken.

4. Chair

ElectraLink will deliver the role of EWG chair, as endorsed by the SPAA Executive Committee (EC) and DCUSA Panel.

The Chair's role is to:

- chair meetings; and
- ensure adherence to the agenda; and
- ensure discussion remains focussed; and
- take the lead on decision-making.

¹ This concept is defined in the DCUSA. In brief, it captures a member's employer (and the employer's affiliates) and the immediate family of the member.

5. Decision-Making

The ETTOS WG will act under the auspices of the SPAA EC and DCUSA Panel. Decisions and recommendations will be passed through simple majority of those members attending the meeting prior to being passed to the SPAA EC and DCUSA Panel for approval.

Members may elect to empower their Nominated Representative with decision-making rights. In the absence of a Member (or Nominated Representative) to submit their position on a proposal for decision, Members (or their Nominated Representative) will be given a period of time to submit their position on the proposal(s). The response time will be that which is considered reasonable by the project team and the ETTOS WG members in attendance. Best endeavours will be made to contact the relevant person(s) at the earliest opportunity, however, failure to respond within the time specified will be deemed as acceptance of the proposal(s).

6. Meetings

The meetings will be hosted where possible at the ElectraLink office. Where this is not possible, an external venue will be procured. Web-conference or teleconference facilities will be provided wherever possible. ElectraLink will provide secretariat services to the ETTOS WG.

The Chair of the ETTOS WG may convene an emergency meeting of the ETTOS WG where necessary, in order to meet project timeframes or deadlines. Where practical, and expedient, emergency meetings of the ETTOS WG may be conducted wholly, or partly, by conference call.

The Chair of the ETTOS WG will be entitled to cancel any scheduled meeting if, in their sole opinion, there are insufficient items of importance for debate at the meeting to warrant holding it, or insufficient members able to attend for all or part of the meeting.

7. Funding

The SPAA EC and DCUSA Panel will be responsible for the costs of secretariat services and ancillary charges such as teleconferencing charges. These costs will be shared on a 41/59% basis between SPAA and DCUSA respectively.

EWG Members are entitled to be reimbursed for reasonable travel expenses incurred in attending meetings.

The EWG must not incur any costs without approval from the SPAA Executive Committee and the DCUSA Panel.