

CACoP Forum Terms of Reference

The Code Administration Code of Practice (CACoP) Forum has been established by the Code Administrators and Code Managers subject to the CACoP. Its purpose is to achieve greater co-ordination and consistency across the Energy Codes ~~for identifying and support the delivering delivery of strategic change initiatives~~ that benefits consumers and competition.

These terms of reference will apply to all CACoP Forum meetings. ~~They shall not refer to meetings convened by two or more Code Administrators or Code Managers outside of those meetings for the purpose of discussing specific issues relevant to that meeting.~~

The Forum may change these terms of reference from time to time, subject to the agreement of Members. Members shall act in accordance with these terms of reference.

1. OBJECTIVES

The Forum will:

- Share and discuss ways of working, knowledge and lessons learnt to improve consistency between the Energy Codes' processes and approaches.
- Identify and develop initiatives to improve the transparency and user participation in the Energy Code processes.
- Identify and develop initiatives that would support the principles and aspirations of Code Reform and Code Consolidation.
- Develop and maintain a Central Modifications Register summarising all open Modifications across the Energy Codes referenced in Section 2.3.
- Develop and maintain a Horizon Scanning document for any industry change that will affect two or more of the Energy Codes referenced in Section 2.3.
- Provide updates on forecast and existing Modifications of a strategic nature (in future, as included with Ofgem's Strategic Direction).
- ~~Provide updates on Modifications that may impact multiple Energy Codes, subject to the views of the Cross-Code Steering Group (CCSG).~~
- Identify changes and initiatives where cross-Code groups should be established and proposing these to the relevant Code Panels.
- ~~Identify initiatives to improve the transparency and user participation in the Energy Code processes.~~
- Annually review and consult on the CACoP.
- Assess performance against CACoP Principles, which shall include, but not be limited to, assessing third party feedback provided by Parties outside of the Forum's membership or feedback gathered by a Member on behalf of the Forum.

2. MEMBERSHIP

2.1 CHAIR

The Chair shall be appointed by the Code Administrator or Code Manager of an Energy Code referenced in Section 2.3. The Energy Code responsible for providing the Chair shall rotate alphabetically each calendar year, unless otherwise agreed by the Forum.

The Chair's role will be to chair meetings, facilitate discussions and encourage consensus. Where a vote among ~~Voting~~ Members is tied, the Chair shall have the casting vote.

The Chair shall appoint a Vice Chair to chair any meeting where they are unable to attend. The Vice Chair will be subject to the same provisions within these terms of reference as the Chair where they are standing in.

The Chair and the Vice Chair may also be ~~Voting~~ Members in accordance with Section 2.3.

2.2 SECRETARY

The Secretary shall be provided by the same Code Administrator or Code Manager responsible for appointing the Chair, unless otherwise agreed by the Forum.

The Secretary will be responsible for taking the minutes and actions, agreeing and circulating agendas and papers, and calling and booking meetings. They shall also follow up with relevant Members between meetings on progress of actions and work items assigned to them. They shall not have a vote.

2.3 ~~VOTING~~ MEMBERSHIP

The Forum membership shall comprise ~~one~~ representatives from each of the following Energy Codes, who will be ~~appointed~~ provided by the corresponding Code Administrator or Code Manager:

- Balancing and Settlement Code (BSC)
- Connection and Use of System Code (CUSC)
- Distribution Code (D-Code)
- Distribution Connection and Use of System Agreement (DCUSA)
- Grid Code
- Independent Gas Transporters Uniform Network Code (IGT UNC)
- Retail Energy Code (REC)
- Smart Energy Code (SEC)
- System Operator Transmission Owner Code (STC)
- Uniform Network Code (UNC)

~~A Voting Member may represent more than one~~ Each Energy Code ~~and~~ shall have one vote ~~for each Energy Code they represent~~ regardless of how many representatives they have present at a meeting.

~~Energy Codes should send representatives to each meeting who are best placed to contribute to the topics for discussion at that meeting.~~ Each ~~Voting~~ Member should have relevant experience relating to their area of work, ~~and~~ the CACoP ~~and the Code change mechanisms~~. Each ~~Voting~~ Member shall have the authority to act on behalf of, and make decisions for, the Code Administrator or Code Manager they represent. Where necessary, they shall act as a conduit between the Forum and their organisation and/or Code Panel(s).

~~Voting Members may appoint an Alternate to attend and vote on their behalf where they are unable to attend a meeting. An Alternate will be subject to the same provisions within these terms of reference as the Voting Member they are attending for.~~

2.4 ~~NON-VOTING~~ OTHER ATTENDEES

The following ~~Non-Voting A~~ttendees are also entitled to attend and speak at Forum meetings, but shall not have a vote:

- ~~Additional persons from each Code Administrator or Code Manager may attend to offer subject matter expertise if appropriate.~~
- The Authority may ~~appoint a~~ send representatives to attend Forum meetings. Where appropriate, ~~the~~ Authority representatives may provide a strategic steer in advance of setting its future Strategic Direction.
- Code Parties and other third parties ~~who are impacted and/or interested by cross-Code issues and governance~~ may attend with the agreement of the Chair by giving prior notice to the Secretary. These attendees will not be entitled to attend any part of any meeting held in closed session except with the prior agreement of the Chair.

3. DUTIES AND POWERS

In conducting its business, the Forum shall:

- Operate in a manner that is consistent with the CACoP Principles.
- Be guided by Ofgem's future Strategic Direction.
- Work with the relevant Code Panel(s) to implement cross-Code initiatives and improvements for Code users.
- Seek to reach a consensus, acting in the best interests of the majority whilst giving due regard to any minority views. In the event of no consensus, there shall be a vote, and each ~~Voting~~ Member shall state their reasoning.

Each Member agrees that they will be available to attend Forum meeting and to carry out work outside meetings as necessary, including ~~(but not limited to,)~~ confirming meeting availability, reviewing documents, ~~and~~ completing actions by the deadline agreed by the Forum, ~~and carrying~~

out Forum work items assigned to them. If they are not able to meet these duties, then they should inform the Secretary and/or Chair in advance as appropriate.

Each Member agrees that they, and the Code Administrator or Code Manager they represent, will be empowered by and will cooperate with any decisions taken by the Forum, so long as such decision is not contrary to the governance of the Energy Code they represent. Where a Member, or the Code Administrator or Code Manager they represent, is unable to comply, they shall provide an explanation to the Chair.

Where the Forum votes to proceed with any work that will incur costs, these costs will be shared equally across each of the Energy Codes referenced in Section 2.3. Where an organisation is the Code Administrator and/or Code Manager for more than one Energy Code, it will be allocated the share for each Energy Code it is responsible for. One Code Administrator or Code Manager will take responsible for the costs of the work and will issue a memorandum of understanding to the other Code Administrators and Code Managers for their shares of the total costs.

4. PROCEEDINGS OF THE FORUM

4.1 CONVENING MEETINGS

Regular Forum meetings shall be scheduled each month at a frequency determined by the Forum, unless postponed or cancelled by the prior agreement of Members. Forum meetings shall be scheduled at a frequency not less than quarterly.

The Secretary shall, at the request of the Chair, convene additional meetings by giving notice to Members at least five Working Days prior to the proposed meeting date.

For each meeting that is convened, the Secretary shall send notice to each Member with details of the time, date, and location of the meeting. Unless specified otherwise, meetings will be held by teleconference or through an online meeting platform, with facilities also available at the host Code Administrator or Code Manager's offices with teleconferencing facilities made available where required for in-person meetings.

For each scheduled meeting, a draft agenda call for items shall be distributed by the Secretary to Members at least 10 Working Days before the meeting. Members will notify the Secretary of any additional items they would like added and provide any supporting papers and any other materials and presentation slides for each item no later than six Working Days before the meeting. Items will be added to the agenda with the agreement of the Chair.

The final agenda, papers and other materials s for a meeting shall be distributed by the Secretary to Members at least five Working Days before the meeting, to allow Members to consider these items prior to the meeting. The Secretary shall notify Members at this time if there will be any late items. The agenda and any non-confidential papers and materials will also be published on the CACoP Website at the same time as they are issued to Members.

Meetings will be held in open session, except for any matter or material which is deemed confidential, in which case that part of the meeting will be held in closed session.

4.2 QUORUM

Quoracy shall comprise of ~~Voting~~ Members collectively representing 50% of the Energy Codes in Section 2.3. A meeting shall be quorate if the necessary ~~Voting~~ Members ~~(or their approved Alternates)~~ are present in person at the meeting or are contactable by conference call.

4.3 VOTING

The Forum may only vote on a matter if a quorum is present at the meeting.

The Forum shall seek to reach a consensus, acting in the best interests of the majority whilst representing the minority view. In the event of no consensus, there shall be a vote.

For any matter that will not incur any Code Administrator or Code Manager costs, each ~~Voting Member~~ Energy Code present represented at the meeting shall be allowed one vote ~~for each Energy Code in Section 2.3 that they represent~~. The outcome will be determined by majority vote from ~~Voting Members~~ the Energy Codes who are present at the meeting either via teleconference or online meeting platform or in person ~~or via teleconference~~. Where the vote is tied, the Chair shall have the casting vote.

For any matter that will incur any Code Administrator or Code Manager costs, all ~~Voting Members appointed at the time~~ Energy Codes in Section 2.3 will be required to submit a vote. ~~Each Voting Member shall be allowed one vote for each Energy Code in Section 2.3 that they represent~~. Where any ~~Voting Members~~ Energy Codes ~~(or their approved Alternates)~~ are not present at the relevant meeting, their vote shall be sought by the Secretary within two Working Days of the meeting. For the matter to be approved, 65% of votes must be in favour; where this is not the case the matter will be rejected.

With the prior approval of the Chair, a Forum vote may take place by correspondence outside of a meeting, with each ~~Voting Member~~ Energy Code providing their vote and rationale to the Secretary electronically within a period of at least two Working Days. For such a vote to be valid, the number of responses received must meet quorum.

4.4 MINUTES OF MEETINGS

The Secretary shall minute the proceedings and decisions of the Forum, including the names of those in attendance.

Draft minutes will be circulated to all Members for review within five Working Days of the meeting. Members will provide comments by a date specified by the Secretary which will be at least five Working Days after the draft minutes are circulated. ~~The minutes will be submitted for approval at the next scheduled meeting~~. The Secretary will publish the final non-confidential minutes on the CACoP Website within five Working Days of ~~approval~~ comments being due.

5. CONFIDENTIALITY AND DISCLOSURE

All matters discussed at Forum meetings shall be public, except for confidential items which will be restricted to Members entitled to attend closed sessions. Recipients of confidential material will be required to abide by the confidentiality and disclosure provisions applied to that material.

Members who breach confidentiality and disclosure provisions may have their membership ended.