

CUSC - SECTION 8

CUSC ~~AMENDMENT~~MODIFICATION

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CUSC - SECTION 8

CUSC ~~AMENDMENT~~MODIFICATION

1.

Part A

8.1.1.1 INTRODUCTION

8.1.1.1.1 This section of the **CUSC** sets out how the **CUSC** is to be amended. An ~~amendment~~ modification to the **CUSC** may necessitate an ~~amendment~~ modification to relevant **Bilateral Agreements** and/or to the **Mandatory Services Agreements** (and/or in certain circumstances the relevant **Construction Agreement**) and in those circumstances those agreements contain provisions for such alterations to be effected to those agreements.

8.1.2.1.2 There is a need to bring proposed amendments to the attention of **CUSC Parties** and others, to discuss such proposals and to report on them to the **Authority** and in furtherance of this, Section 8 provides for the establishment of an ~~Amendments~~ CUSC Modifications Panel, ~~Working Group~~ Workgroups and **Standing Groups** and for consultation by **The Company**.

Change Routes

1.1.3

- (a) A CUSC Modification Proposal may either proceed directly along the standard CUSC Modification Process, or it may be subject to additional process steps, if raised during a **Significant Code Review**.
- (b) If a **CUSC Modification Proposal** is deemed by the **CUSC Modifications Panel** to meet the **Self-Governance Criteria**, it will be subject to a slightly amended process.

Significant Code Review

8.1.4.1.4 A **Significant Code Review** is a high level code review process initiated and led by the **Authority**, on one of a number of potential triggers. The **Authority** will launch a **Significant Code Review** on publication of a statement setting out matters such as the scope of the review, reasons for it and announcing the start date.

8.1.5.1.5 A **Significant Code Review Phase** begins on the start date set out in the **Authority's** statement, during which time **CUSC Modification Proposals** that relate to the subject matter of the review are restricted, to ensure the process is as efficient as possible. Once the review has ended, the **Authority** may direct **The Company** to raise **CUSC Modification Proposals** to put into effect the results of the **Significant Code Review**.

1.1.6 A process is set out in this Section 8 for analysing and consulting on **CUSC Modification Proposals** with a view to referring to the **Authority** those that

may be subsumed into a **Significant Code Review**. Those that are not subsumed proceed along the standard **CUSC Modification Process** of consultation with the industry followed by approval or non-approval by the **Authority**.

Self-Governance

- 1.1.7 In addition, **Self-Governance Criteria** are set out against which **CUSC Modification Proposals** must also be evaluated and consulted upon. If a proposal meets the criteria, it may proceed without **Authority** approval, and the **CUSC Modifications Panel** may consult on and determine itself whether to implement the **CUSC Modification Proposal**.

PART B

8.21.2 CODE ADMINISTRATOR

~~8.2.1~~1.2.1 **The Company** shall establish and maintain a **Code Administrator** function, which shall carry out the roles referred to in Paragraph 8.2.2. **The Company** shall ensure the functions are consistent with the **Code Administration Code of Practice**.

~~8.2.2~~1.2.2 **The Code Administrator** shall in conjunction with other code administrators, maintain, publish, review and (where appropriate) amend from time to time the **Code Administration Code of Practice** approved by the **Authority** provided that any amendments to be made to the **Code Administration Code of Practice** are approved by the **Authority**.¹

8.21.3 THE AMENDMENTS CUSC MODIFICATIONS PANEL

~~8.2.1~~1.3.1 Establishment and Composition

(a) ~~8.2.1.1~~ ~~The Company shall establish and maintain the~~ **Amendments CUSC Modifications Panel**, ~~which~~ shall be the standing body to carry out the functions referred to in Paragraph 8.~~32~~.3.

(b) ~~8.2.1.2~~ ~~The~~ **Amendments CUSC Modifications Panel** shall comprise the following members:

(i) the person appointed as the chairman of the **Amendments CUSC Modifications Panel** (the "**Panel Chairman**") ~~by The Company~~ in accordance with Paragraph 8.~~43~~.1, who shall (subject to Paragraph 8.1~~0~~1.4) be ~~a~~ non-voting member;

~~(b)~~(ii) not more than seven persons appointed by **Users** in accordance with Paragraph 8.~~34~~.2;

~~(c)~~(iii) two persons appointed by **The Company** in accordance with Paragraph 8.~~34~~.2;

¹ Condition 10, paragraph 2(e)

~~(d)~~(iv) not more than one person appointed by the **National Consumer Council** representing all categories of customers, appointed in accordance with Paragraph 8.34.2; and²

~~(e)~~(v) the person appointed (if the **Authority** so decides) by the Authority in accordance with Paragraph 8.34.3.

(c) ~~8.2.1.3~~—The **AmendmentsCUSC Modifications Panel** shall be assisted by a secretary (“**Panel Secretary**”), who shall be a person appointed and provided by ~~The Company~~the **Code Administrator** and who shall be responsible for the administration of the **AmendmentsCUSC Modifications Panel** and **AmendmentCUSC Modification Proposals**.

~~8.2.21.3.2~~ Authority’s Representative

A representative of the **Authority** shall be entitled to attend **AmendmentsCUSC Modifications Panel** meetings as an observer and may speak at any meeting. The **Authority** shall from time to time notify the **Panel Secretary** of the identity of the observer.

~~8.2.31.3.3~~ Functions of the **AmendmentsCUSC Modifications Panel** and ~~The Company~~the **Code Administrator**’s Role

(a) ~~8.2.3.1~~—The **AmendmentsCUSC Modifications Panel** shall have the functions assigned to it in this Section 8.

(b) ~~8.2.3.2~~—Without prejudice to Paragraph ~~8.2.3.13.3(a)~~ and to the further provisions of this Section 8, the **AmendmentsCUSC Modifications Panel** shall endeavour at all times to operate:

~~(a)~~(i) in an efficient, economical and expeditious manner, taking account of the complexity, importance and urgency of particular **AmendmentCUSC Modification Proposals**; and

~~(b)~~(ii) with a view to ensuring that the **CUSC** facilitates achievement of the **Applicable CUSC Objectives**.

~~8.2.3.3(c)~~ **The Company** shall be responsible for implementing or supervising the implementation of **Approved AmendmentsCUSC Modifications** in accordance with the provisions of the **CUSC** which shall reflect the production of the revised **CUSC**. **The Code Administrator and The Company shall be responsible for implementing and supervising the implementation of** ~~and~~ any amendments to ~~the Code Administrator~~~~The Company’s~~their respective systems and processes necessary for the implementation of the **Approved AmendmentCUSC Modification**. However, it will not include the implementation of **Users’** systems and processes. **The Code Administrator** ~~The Company~~ will carry out its role in an efficient, economical and expeditious manner and (subject to any extension granted by the **Authority** where ~~The Company~~the **Code**

² Condition 10, paragraph 2(f)(ii)

Administrator has applied for one) in accordance with the **Implementation Date**.

~~8.2.3.4(d)~~ Subject to notifying **Users**, ~~the Code Administrator~~ **The Company** will, with the **Authority's** approval, apply to the **Authority** for a revision or revisions to the **Implementation Date** where ~~the Code Administrator~~ **The Company** becomes aware of any circumstances which is likely to mean that the **Implementation Date** is unachievable, which shall include as a result of a **Legal Challenge**, at any point following the approval of the **AmendmentCUSC Modification Proposal**.

~~8.2.3.5(e)~~ In the event that the Authority's decision to approve or not to approve an **AmendmentCUSC Modification Proposal** is subject of **Legal Challenge** (and the party raising such **Legal Challenge** has received from the relevant authority the necessary permission to proceed) then ~~the Code Administrator~~ **The Company** will, with the **Authority's** approval, apply to the **Authority** for a revision or revisions to the **Proposed Implementation Date** in the **AmendmentCUSC Modification Report** in respect of such **AmendmentCUSC Modification Proposal** as necessary such that if such **AmendmentCUSC Modification Proposal** were to be approved following such **Legal Challenge** the **Proposed Implementation Date** would be achievable.

~~8.2.3.6(f)~~ Prior to making any request to the **Authority** for any revision pursuant to Paragraphs ~~8.2.3.4~~ **3.3(d)** (where it is necessary as a result of a **Legal Challenge**) or ~~8.2.3.5~~ **3.3(e)** ~~the Code Administrator~~ **The Company** shall consult on the revision with **CUSC Parties** and such other person who may properly be considered to have an appropriate interest in it in accordance with Paragraphs ~~8.19~~ **23.2** and ~~8.19~~ **23.5**. The request to the **Authority** shall contain copies of (and a summary of) all written representations or objections made by consultees during the consultation period.

~~8.2.41.3.4~~ Duties of Panel Members

~~(a)~~ ~~8.2.4.1~~ A person appointed as a **Panel Member**, or an **Alternate Member**, by **Users** under Paragraph ~~8.23~~ **1** or ~~8.67~~ **2**, by the **Authority** under Paragraph ~~8.34~~ **3** and the person appointed as **Panel Chairman** under Paragraph ~~8.34~~ **1**, and each of their alternates when acting in that capacity:

~~(i)~~ ~~(a)~~ shall act impartially and in accordance with the requirements of the **CUSC**; and

~~(ii)~~ ~~(b)~~ shall not be representative of, and shall act without undue regard to the particular interests of ~~the persons or body of persons by whom he was appointed as Panel Member and any Related Person from time to time.~~

~~(iii) the persons or body of persons by whom he was appointed as Panel Member; and~~

~~(ii) any Related Person from time to time.~~

~~(b) 8.2.4.2~~ Such a person shall not be appointed as a **Panel Member** or an **Alternate Member** (as the case may be) unless he shall have first:

~~(i) (a)~~ confirmed in writing to ~~the Code Administrator~~**The Company** for the benefit of all **CUSC Parties** that he agrees to act as a **Panel Member** or **Alternate Member** in accordance with the **CUSC** and acknowledges the requirements of Paragraphs ~~8.2.4.1~~**3.4(a)** and ~~8.2.4.3~~**3.4(c)**;

~~(ii) (b)~~ where that person is employed, provided to the **Panel Secretary** a letter from his employer agreeing that he may act as **Panel Member** or **Alternate Member**, and that the requirement in Paragraph ~~8.2.4.1(b)~~**3.4(a)(ii)** shall prevail over his duties as an employee.

~~(c) 8.2.4.3~~ A **Panel Member** or **Alternate Member** shall, at the time of appointment and upon any change in such interests, disclose (in writing) to the **Panel Secretary** any such interests (in relation to the **CUSC**) as are referred to in Paragraph ~~8.2.4.1(b)~~**3.4(a)(ii)**.

~~(d) 8.2.4.4~~ Upon a change in employment of a **Panel Member** or **Alternate Member**, he shall so notify the **Panel Secretary** and shall endeavour to obtain from his new employer and provide to the **Panel Secretary** a letter in the terms required in Paragraph ~~8.2.4.2(b)~~**3.4(b)(ii)**; and he shall be removed from office if he does not do so within a period of 60 days after such change in employment.

8.3.1.4 APPOINTMENT OF PANEL MEMBERS

8.3.1.4.1 Panel Chairman

(a) ~~The Panel Chairman shall be an executive director (or other senior employee) of The Company until 30 September 2011. Thereafter~~ the **Panel Chairman** shall be a person appointed (or re-appointed) by **The Company**, having particular regard to the views of the **CUSC Modifications Panel**, and shall be ~~an executive director (or other senior employee)~~ independent of **The Company**.

(b) A person shall be appointed or re-appointed as the **Panel Chairman** where ~~the Authority has approved such appointment or re-appointment and~~ **The Company** has given notice to the **Panel Secretary** of such appointment, with effect from the date of such notice or (if later) with effect from the date specified in such notice.

(c) The term of office of the **Panel Chairman** ~~appointed after 30 September 2011~~ shall be a period expiring on 30 March every 3rd year following the **CUSC Implementation Date**. The **Panel**

Chairman shall be eligible for reappointment on expiry of his term of office.

8.3.21.4.2 Other Panel Members

- (a) **Users** may appoint **Panel Members** (and **Alternate Members**) by election in accordance with Annex 8A.
- (b) The **National Consumer Council** may appoint one person as a **Panel Member** representing customers by giving notice of such appointment to the **Panel Secretary**, and may remove and re-appoint by notice.
- (c) **The Company** may appoint two persons as **Panel Members** by giving notice of such appointment to the **Panel Secretary**, and may remove and re-appoint by notice.

8.3.31.4.3 Appointment of Further Member

- (a) If in the opinion of the **Authority** there is a class or category of person (whether or not a **CUSC Party** or a **BSC Party**) who have interests in respect of the **CUSC** but whose interests:
 - (i) are not reflected in the composition of **Panel Members** for the time being appointed; but
 - (ii) would be so reflected if a particular person was appointed as an additional **Panel Member**,

then the **Authority** may at any time appoint (or re-appoint) that person as a **Panel Member** by giving notice of such appointment to the **Panel Secretary** but in no event shall the **Authority** be able to appoint more than one person so that there could be more than one such **Panel Member**.

- (b) A person appointed as a **Panel Member** pursuant to this Paragraph 8.43.3 shall remain appointed, subject to Paragraphs 8.45 and 8.56, notwithstanding that the conditions by virtue of which he was appointed (for example that the interests he reflects are otherwise reflected) may cease to be satisfied.

8.3.41.4.4 Natural Person

No person other than an individual shall be appointed a **Panel Member** or his alternate.

8.41.5 TERM OF OFFICE

The term of office of a **Panel Member** (other than the **Panel Chairman**) and **Alternate Members** shall be a period expiring on 30 September every second year following the **CUSC Implementation Date**. A **Panel Member** and **Alternate Member** shall be eligible for reappointment on expiry of his term of office.

8.51.6 REMOVAL FROM OFFICE

8.5.11.6.1 A person shall cease to hold office as a **Panel Member** or an **Alternate Member**:

- (a) upon expiry of his term of office unless re-appointed;
- (b) if he:
 - (i) resigns from office by notice delivered to the **Panel Secretary**;
 - (ii) becomes bankrupt or makes any arrangement or composition with his creditors generally;
 - (iii) is or may be suffering from mental disorder and either is admitted to hospital in pursuance of an application under the Mental Health Act 1983 or the Mental Health (Scotland) Act 1960 or an order is made by a court having jurisdiction in matters concerning mental disorder for his detention or for the appointment of a receiver, *curator bonis* or other person with respect to his property or affairs;
 - (iv) becomes prohibited by law from being a director of a company under the Companies Act 1985;
 - (v) dies; or
 - (vi) is convicted on an indictable offence; or
- (c) as provided for in Paragraph 8.2.4.3.4(d);
- (d) if the **AmendmentsCUSC Modifications Panel** resolves (and the **Authority** does not veto such resolution by notice in writing to the **Panel Secretary** within 15 **Business Days**) that he should cease to hold office on grounds of his serious misconduct;
- (e) if the **AmendmentsCUSC Modifications Panel** resolves (and the **Authority** does not veto such resolution by notice in writing to the **Panel Secretary** within 15 **Business Days**) that he should cease to hold office due to a change in employer notwithstanding compliance with Paragraph 8.2.4.3.4(d).

8.5.21.6.2 A **AmendmentsCUSC Modifications Panel** resolution under Paragraph 8.56.1(d) or (e) shall, notwithstanding any other paragraph, require the vote in favour of at least all **Panel Members** less one (other than the **Panel Member** or **Alternate Member** who is the subject of such resolution) and for these purposes an abstention shall count as a vote cast in favour of the resolution. A copy of any such resolution shall forthwith be sent to the **Authority** by the **Panel Secretary**.

8.5.31.6.3 A person shall not qualify for appointment as a **Panel Member** or **Alternate Member** if at the time of the proposed appointment he would be required by the above paragraph to cease to hold that office.

8.5.41.6.4 The **Panel Secretary** shall give prompt notice to all **Panel Members**, all **CUSC Parties** and the **Authority** of the appointment or re-appointment of any **Panel Member** or **Alternate Member** or of any **Panel Member** or **Alternate Member** ceasing to hold office and publication on ~~The Company Website~~ the Website and (where relevant details are supplied to the **Panel Secretary**) despatch by electronic mail shall fulfil this obligation.

8.61.7 ALTERNATES

8.6.11.7.1 Alternate: Panel Chairman

The **Panel Chairman** shall preside at every meeting of the ~~Amendments~~ CUSC Modifications **Panel** at which he is present. If he is unable to be present at a meeting, he may appoint an alternate (who shall be a senior employee of **The Company**) to act as the **Panel Chairman**, who may or may not be a **Panel Member**. If neither the **Panel Chairman** nor his alternate is present at the meeting within half an hour of the time appointed for holding the meeting, the **Panel Members** present may appoint one of their number to be the chairman of the meeting.

8.6.21.7.2 Alternate(s): Users Panel Members

- (a) At the same time that **Users** appoint **Panel Members** under Paragraph 8.34.2, they shall appoint up to five (5) alternate members for **Users' Panel Members** ("**Alternate Members**") by election in accordance with Annex 8A.
- (b) Such **Alternate Members** will form a group from which **Panel Members** appointed by **Users** may select a person to act as their alternate under this Paragraph 8.67.
- (c) A **Panel Member** appointed by **Users** may appoint such an **Alternate Member** to be his alternate for any one ~~Amendments~~ CUSC Modifications **Panel** meeting, and may remove a person so appointed as alternate, by giving notice of such appointment or removal to the **Panel Secretary**. A **Panel Member** must chose an **Alternate Member** who has not been already chosen by another **Panel Member** for that **Panel Meeting**. If there are no **Alternate Members** left who have not already been so chosen by another **Panel Member**, the **Panel Member** may chose as his alternate any **Alternate Member** or other **Panel Member** who is not already acting as alternate for more than one **Panel Member**.
- (d) All information to be sent by the **Panel Secretary** to **Panel Members** pursuant to this Section 8 shall also be sent by the **Panel Secretary** to each **Alternate Member** (whether or not currently selected as an alternate for a **Panel Member**) by electronic mail (where relevant details shall have been provided by each **Alternate Member**).

8.6.31.7.3 Alternates: Other Panel Members

A **Panel Member** other than those appointed by **Users** may appoint a person (whether or not a **Panel Member**) to be his alternate, and may remove a person so appointed as alternate, by giving notice of such appointment or removal to the **Panel Secretary**.

8.6.41.7.4 Alternates: General Provisions

- (a) The appointment or removal by a **Panel Member** of an alternate shall be effective from the time when such notice is given to the **Panel Secretary** or (if later) the time specified in such notice.
- (b) The **Panel Secretary** shall promptly notify all **Panel Members** and **CUSC Parties** of appointment or removal by any **Panel Member** of any alternate and publication on ~~The Company Website~~ [the Website](#) and (where relevant details have been provided to the **Panel Secretary**) despatch by electronic mail shall fulfil this obligation.
- (c) In accordance with Paragraph 8.67.2, an alternate may act as alternate for more than one **Panel Member**.

8.6.51.7.5 Alternates: Rights, Cessation and References

- (a) Where the **Panel Chairman** or a **Panel Member** has appointed an alternate:
 - (i) the alternate shall be entitled:
 - (aa) unless the appointing **Panel Member** shall otherwise notify the **Panel Secretary**, to receive notices of meetings of the ~~Amendments~~ [CUSC Modifications Panel](#);
 - (bb) to attend, speak and vote at any meeting of the ~~Amendments~~ [CUSC Modifications Panel](#) at which the **Panel Member** by whom he was appointed is not present, and at such meeting to exercise and discharge all of the functions, duties and powers of such **Panel Member**;
 - (ii) the alternate shall cast one vote for each **Panel Member** by whom he was appointed, in addition (where he is a **Panel Member** himself) to his own vote;
 - (iii) Paragraphs ~~8.7~~, 8.8, 8.9, 8.10, [8.11](#) and ~~8.11-12~~ shall apply to the alternate as if he were the appointing **Panel Member** and a reference to a **Panel Member** elsewhere in the **CUSC** shall, unless the context otherwise requires, include his duly appointed alternate.
 - (iv) for the avoidance of doubt, the appointing **Panel Member** shall not enjoy any of the rights transferred to the alternate at any meeting at which, or in relation to any matter on which, the alternate acts on his behalf.

- (b) A person appointed as an alternate shall automatically cease to be such alternate:
 - (i) if the appointing **Panel Member** ceases to be a **Panel Member**;
 - (ii) if any of the circumstances in Paragraph 8.56.1(b) applies in relation to such person,

but, in the case of an **Alternate Member**, shall continue to be an **Alternate Member** available for appointment under paragraph 8.67.2.

8.7.1.8 MEETINGS

8.7.1.8.1 Meetings of the **AmendmentsCUSC Modifications Panel** shall be held at regular intervals and at least every month at such time and such place as the **AmendmentsCUSC Modifications Panel** shall decide.

8.7.2.1.8.2 A regular meeting of the **AmendmentsCUSC Modifications Panel** may be cancelled if:

- (a) the **Panel Chairman** considers, having due regard to the lack of business in the agenda, that there is insufficient business for the **AmendmentsCUSC Modifications Panel** to conduct and requests the **Panel Secretary** to cancel the meeting;
- (b) the **Panel Secretary** notifies all **Panel Members**, not less than 5 **Business Days** before the date for which the meeting is to be convened, of the proposal to cancel the meeting; and
- (c) by the time 3 **Business Days** before the date for which the meeting is or is to be convened, no **Panel Member** has notified the **Panel Secretary** that he objects to such cancellation.

8.7.3.1.8.3 If any **Panel Member** wishes, acting reasonably, to hold a special meeting (in addition to regular meetings under Paragraph 8.78.1) of the **AmendmentsCUSC Modifications Panel**:

- (a) he shall request the **Panel Secretary** to convene such a meeting and inform the **Panel Secretary** of the matters to be discussed at the meeting;
- (b) the **Panel Secretary** shall promptly convene the special meeting for a day as soon as practicable but not less than 5 **Business Days** after such request.

8.7.4.1.8.4 Any meeting of the **AmendmentsCUSC Modifications Panel** shall be convened by the **Panel Secretary** by notice (which will be given by electronic mail if the relevant details are supplied to the **Panel Secretary**) to each **Panel Member** (and to the **Authority**):

- (a) setting out the date, time and place of the meeting and (unless the **AmendmentsCUSC Modifications Panel** has otherwise decided) given at least five (5) **Business Days** before the date of the meeting;

- (b) accompanied by an agenda of the matters for consideration at the meeting and any supporting papers available to the **Panel Secretary** at the time the notice is given (and the **Panel Secretary** shall circulate to **Panel Members** any late papers as and when they are received by him).

8.7.51.8.5 The **Panel Secretary** shall send a copy of the notice convening a meeting of the **AmendmentsCUSC Modifications Panel**, and the agenda and papers accompanying the notice, to each **CUSC Party** and each **BSC Party** at the same time at which notice is given to the **Panel Members**, and publication on ~~The Company Website~~the Website and despatch by electronic mail (if the relevant details are supplied to the **Panel Secretary**) shall fulfil this obligation.

8.7.61.8.6 Any **Panel Member** (or, at the **Panel Member's** request, the **Panel Secretary**) may notify matters for consideration at a meeting of the **AmendmentsCUSC Modifications Panel** in addition to those notified by the **Panel Secretary** under Paragraph 8.78.4 by notice to all **Panel Members** and persons entitled to receive notice under Paragraph 8.78.5, not less than three (3) **Business Days** before the date of the meeting.

8.7.71.8.7 The proceedings of a meeting of the **AmendmentsCUSC Modifications Panel** shall not be invalidated by the accidental omission to give or send notice of the meeting or a copy thereof or any of the accompanying agenda or papers to, or failure to receive the same by, any person entitled to receive such notice, copy, agenda or paper.

8.7.81.8.8 A meeting of the **AmendmentsCUSC Modifications Panel** may consist of a conference between **Panel Members** who are not all in one place (although at least one must be at the venue in the notice of meeting) but who are able (by telephone or otherwise) to speak to each of the others and to be heard by each of the others simultaneously.

8.7.91.8.9 With the consent of all **Panel Members** (whether obtained before, at or after any such meeting) the requirements of this Paragraph 8.78 as to the manner in and notice on which a meeting of the **AmendmentsCUSC Modifications Panel** is convened may be waived or modified provided that no meeting of the **AmendmentsCUSC Modifications Panel** shall be held unless notice of the meeting and its agenda has been sent to the persons entitled to receive the same under Paragraph 8.78.5 at least 24 hours before the time of the meeting.

8.7.101.8.10 Subject to Paragraph 8.78.11, no matter shall be resolved at a meeting of the **AmendmentsCUSC Modifications Panel** unless such matter was contained in the agenda accompanying the **Panel Secretary's** notice under Paragraph 8.78.4 or was notified in accordance with Paragraph 8.78.6.

8.7.111.8.11 Where:

- (a) any matter (not contained in the agenda and not notified pursuant to Paragraph 8.78.6) is put before a meeting of the **AmendmentsCUSC Modifications Panel**, and
- (b) in the opinion of the **AmendmentsCUSC Modifications Panel** it is necessary (in view of the urgency of the matter) that the

AmendmentsCUSC Modifications Panel resolve upon such matter at the meeting,

the **AmendmentsCUSC Modifications Panel** may so resolve upon such matter, and the **AmendmentsCUSC Modifications Panel** shall also determine at such meeting whether the decision of the **AmendmentsCUSC Modifications Panel** in relation to such matter should stand until the following meeting of the **AmendmentsCUSC Modifications Panel**, in which case (at such following meeting) the decision shall be reviewed and confirmed or (but not with effect earlier than that meeting, and only so far as the consequences of such revocation do not make implementation of the **CUSC** or compliance by **CUSC Parties** with it impracticable) revoked.

8.81.9 PROCEEDINGS AT MEETINGS

8.8.11.9.1 Subject as provided in the **CUSC**, the **AmendmentsCUSC Modifications Panel** may regulate the conduct of and adjourn and reconvene its meetings as it sees fit.

8.8.21.9.2 Meetings of the **AmendmentsCUSC Modifications Panel** shall be open to attendance by a representative of any **CUSC Party**, any **BSC Party** or the **National Consumer Council** and any person invited by the **Panel Chairman** and/or any other **Panel Member**.

8.8.31.9.3 The **Panel Chairman** and any other **Panel Member** may invite any person invited by them under Paragraph 8.89.2, and/or any attending representative of a **CUSC Party**, to speak at the meeting (but such person shall have no vote).

8.8.41.9.4 As soon as practicable after each meeting of the **AmendmentsCUSC Modifications Panel**, the **Panel Secretary** shall prepare and send (by electronic mail or otherwise) to **Panel Members** the minutes of such meeting, which shall be (subject to Paragraph 8.89.5) approved (or amended and approved) at the next meeting of the **AmendmentsCUSC Modifications Panel** after they were so sent, and when approved (excluding any matter which the **AmendmentsCUSC Modifications Panel** decided was not appropriate for such publication) shall be placed on ~~The Company Website~~the Website.

8.8.51.9.5 If, following the circulation of minutes (as referred to in Paragraph 8.8.4), the meeting of the **AmendmentsCUSC Modifications Panel** at which they were to be approved is cancelled pursuant to Paragraph 8.78.2, such minutes (including any proposed changes thereto which have already been received) shall be re-circulated with the notification of the cancellation of the meeting of the **AmendmentsCUSC Modifications Panel**. **Panel Members** shall confirm their approval of such minutes to the **Panel Secretary** (by electronic mail) no later than 5 **Business Days** following such minutes being re-circulated. If no suggested amendments are received within such 5 **Business Days** period, the minutes will be deemed to have been approved. If the minutes are approved, or deemed to have been approved, (excluding any matter which the **AmendmentsCUSC Modifications Panel** decided was not appropriate for such publication) they shall be placed on ~~The Company Website~~the Website. If suggested amendments are received within such 5 **Business Days** period, the minutes shall remain unapproved and the process for approval (or amendment and approval) of such minutes at the next

meeting of the **AmendmentsCUSC Modifications Panel**, as described in Paragraph 8.8.4, shall be followed.

8.9.1.10 QUORUM

~~8.9.1~~1.10.1 No business shall be transacted at any meeting of the **AmendmentsCUSC Modifications Panel** unless a quorum is present throughout the meeting.

~~8.9.2~~1.10.2 Subject to Paragraph 8.910.3, a quorum shall be 6 **Panel Members** who have a vote present (subject to 8.78.8) in person or by their alternates, of whom at least one shall be appointed by **The Company**.

~~8.9.3~~1.10.3 If within half an hour after the time for which the meeting of the **AmendmentsCUSC Modifications Panel** has been convened a quorum is not present (and provided the **Panel Secretary** has not been notified by **Panel Members** that they have been delayed and are expected to arrive within a reasonable time):

- (a) the meeting shall be adjourned to the same day in the following week (or, if that day is not a **Business Day** the next **Business Day** following such day) at the same time;
- (b) the **Panel Secretary** shall give notice of the adjourned meeting as far as practicable in accordance with Paragraph 8.78.

~~8.9.4~~1.10.4 If at the adjourned meeting there is not a quorum present within half an hour after the time for which the meeting was convened, those present shall be a quorum.

8.10.1.11 VOTING

~~8.10.1~~1.11.1 At any meeting of the **AmendmentsCUSC Modifications Panel** any matter to be decided which shall include the **AmendmentsCUSC Modifications Panel Recommendation Vote** shall be put to a vote of **Panel Members** upon the request of the **Panel Chairman** or any **Panel Member**.

~~8.10.2~~1.11.2 Subject to Paragraphs 8.67.5, 8.101.4 and 8.4011.5, in deciding any matter at any meeting of the **AmendmentsCUSC Modifications Panel** each **Panel Member** other than the **Panel Chairman** shall cast one vote.

~~8.10.3~~1.11.3 Except as otherwise expressly provided in the **CUSC**, and in particular Paragraph 8.56.2, any matter to be decided at any meeting of the **AmendmentsCUSC Modifications Panel** shall be decided by simple majority of the votes cast at the meeting (an abstention shall not be counted as a cast vote).

~~8.10.4~~1.11.4 The **Panel Chairman** shall not cast a vote as a **Panel Member** but shall have a casting vote on any matter other than in the **AmendmentsCUSC Modifications Panel Recommendation Vote** where votes are otherwise cast equally in favour of and against the relevant motion, but where any person other than the actual **Panel Chairman** or his alternate is acting as chairman he shall not have a casting vote.

~~8.10.5~~1.11.5 The two **Panel Members** appointed by **The Company** pursuant to Paragraph 8.~~23~~1.2(eb)(iii) shall together have one vote in relation to each matter which shall be cast jointly by agreement between them or, where only one of **The Company Panel Members** is present at a meeting, by that **The Company Panel Member**.

~~8.10.6~~1.11.6 Any resolution in writing signed by or on behalf of all **Panel Members** shall be valid and effectual as if it had been passed at a duly convened and quorate meeting of the **AmendmentsCUSC Modifications Panel**. Such a resolution may consist of several instruments in like form signed by or on behalf of one or more **Panel Members**.

~~8.11~~1.12 PROTECTIONS FOR PANEL MEMBERS

~~8.11.1~~1.12.1 Subject to Paragraph 8.~~11~~12.2 all **CUSC Parties** shall jointly and severally indemnify and keep indemnified each **Panel Member**, the **Panel Secretary** and each member of a ~~Working Group~~Workgroup and **Standing Group** (“**Indemnified Persons**”) in respect of all costs (including legal costs), expenses, damages and other liabilities properly incurred or suffered by such **Indemnified Persons** when acting in or in connection with his office under the **CUSC**, or in what he in good faith believes to be the proper exercise and discharge of the powers, duties, functions and discretions of that office in accordance with the **CUSC**, and all claims, demands and proceedings in connection therewith other than any such costs, expenses, damages or other liabilities incurred or suffered as a result of the wilful default or bad faith of such **Indemnified Person**.

~~8.11.2~~1.12.2 The indemnity provided in Paragraph 8.~~11~~12.1 shall not extend to costs and expenses incurred in the ordinary conduct of being a **Panel Member** or **Panel Secretary**, or member of a ~~Working Group~~Workgroup or **Standing Group** including, without limitation, accommodation costs and travel costs or any remuneration for their services to the **AmendmentsCUSC Modifications Panel** or ~~Working Group~~Workgroup or **Standing Group**.

~~8.11.3~~1.12.3 The **CUSC Parties** agree that no **Indemnified Person** shall be liable for anything done when acting properly in or in connection with his office under the **CUSC**, or anything done in what he in good faith believes to be the proper exercise and discharge of the powers, duties, functions and discretions of that office in accordance with the **CUSC**. Each **CUSC Party** hereby irrevocably and unconditionally waives any such liability of any **Indemnified Person** and any rights, remedies and claims against any **Indemnified Person** in respect thereof.

~~8.11.4~~1.12.4 Without prejudice to Paragraph 8.~~11~~12.2, nothing in Paragraph 8.~~11~~12.3 shall exclude or limit the liability of an **Indemnified Person** for death or personal injury resulting from the negligence of such **Indemnified Person**.

PART C

~~8.12~~1.13 ~~AMENDMENT~~CUSC MODIFICATION REGISTER

~~8.12.1~~1.13.1 The ~~Code Administrator~~The Company shall establish and maintain a register (“**AmendmentCUSC Modification Register**”) which shall record the matters set out in Paragraph 8.~~12~~13.3.

~~8.12.2~~1.13.2 The purpose of the **AmendmentCUSC Modification Register** shall be to assist the **AmendmentsCUSC Modifications Panel** and to enable the **AmendmentsCUSC Modifications Panel**, **CUSC Parties** and any other persons who may be interested to be reasonably informed of the progress of **AmendmentCUSC Modification Proposals** and **Approved AmendmentsCUSC Modifications** from time to time.

~~8.12.3~~1.13.3 The **AmendmentCUSC Modification Register** shall record in respect of current outstanding **AmendmentsCUSC Modifications Panel** business:

- (a) details of each **AmendmentCUSC Modification Proposal** (including the name of the **Proposer**, the date of the **AmendmentCUSC Modification Proposal** and a brief description of the **AmendmentCUSC Modification Proposal**);
- (b) whether such **AmendmentCUSC Modification Proposal** is an **Urgent AmendmentCUSC Modification Proposal**;
- (c) the current status and progress of each **AmendmentCUSC Modification Proposal**, if appropriate the anticipated date for reporting to the **Authority** in respect thereof, and whether it has been withdrawn, rejected or implemented for a period of three (3) months after such withdrawal, rejection or implementation or such longer period as the **Authority** may determine;
- (d) the current status and progress of each **Approved AmendmentCUSC Modification**; and
- (e) such other matters as the **AmendmentsCUSC Modifications Panel** may consider appropriate from time to time to achieve the purpose of Paragraph ~~8.12~~1.13.2.

~~8.12.4~~1.13.4 The **AmendmentCUSC Modification Register** (as updated from time to time and indicating the revisions since the previous issue) shall be published on ~~The Company Website~~the Website or (in the absence, for whatever reason, of ~~The Company Website~~the Website) in such other manner and with such frequency (being not less than once per month) as ~~the Code Administrator~~The Company may decide in order to bring it to the attention of the **AmendmentsCUSC Modifications Panel**, **CUSC Parties** and other persons who may be interested.

~~8.13~~1.14 **PROGRESS REPORT**

~~8.13.1~~1.14.1 ~~The Code Administrator~~The Company shall prepare and submit to the **Authority** each month (or such less often period if there is no material matter arising to report) a progress report ("**Progress Report**") setting out the matters referred to in Paragraph ~~8.13~~1.14.2 in respect of the preceding month and send a copy of the **Progress Report** to each **Panel Member**.

~~8.13.2~~1.14.2 The **Progress Report** shall contain:

- (a) details of any proposal which has been refused pursuant to Paragraph 8.15.3 or Paragraph 8.16.4;
- (b) the current version of the **AmendmentCUSC Modification Register**;
- (c) details of:
 - (i) the priority proposed to be accorded or that is accorded to each **AmendmentCUSC Modification Proposal** in the **AmendmentCUSC Modification Register** (in accordance with Paragraph 8.16.4;
 - (ii) the scheduling and timetable for consideration of each **AmendmentCUSC Modification Proposal** and completion of the **AmendmentCUSC Modification Report** in respect thereof in the context of all other current **AmendmentCUSC Modification Proposals**;
 - (iii) the impact of the priority accorded to each **AmendmentCUSC Modification Proposal** by reference to each other pending **AmendmentCUSC Modification Proposal**;
- (d) details of any decision to amalgamate **AmendmentCUSC Modification Proposals** in accordance with Paragraph 8.16.6.2;
- (e) details of any circumstances which lead **The Company** and/or the **AmendmentsCUSC Modifications Panel** to believe that the implementation date for an **Approved AmendmentCUSC Modification** is unlikely to be met and, if so, why;
- (f) such other matters as the **Authority** may request to be included from time to time; and
- (g) the basis for each of the decisions referred to above.

~~8.13.3~~ 1.14.3 If, following discussion with the **AmendmentsCUSC Modifications Panel**, the **Authority** issues a notice to the **Panel Secretary** requesting the **Code Administrator**~~The Company~~ and the **AmendmentsCUSC Modifications Panel** (in relation to developments and changes highlighted in the monthly **Progress Report**):

- (a) not to reject an **AmendmentCUSC Modification Proposal** which does not satisfy Paragraph 8.15.2; and/or
- (b) not to amalgamate **AmendmentCUSC Modification Proposals** as set out in the monthly **Progress Report**; and/or
- (c) to accord a different priority to particular **AmendmentCUSC Modification Proposals** from that set out in the monthly **Progress Report**; and/or
- (d) to amend the timetable for an **AmendmentCUSC Modification Proposal**,

the **Panel Secretary** shall send a copy of the notice to each **Panel Member**

and **Alternate Member**. The **AmendmentsCUSC Modifications Panel** and the **Code AdministratorThe Company** shall comply with such notice.

~~8.13.4~~1.14.4 The **Panel Secretary** shall publish each **Progress Report** on ~~The Company Website~~the Website within 7 **Business Days** after it is sent to the **Authority**, provided that the **Panel Secretary** shall exclude therefrom any matters in respect of which the **Authority** issues a notice to the **Panel Secretary** for the purpose of this Paragraph ~~8.13~~14.4. Copies shall be sent to those **Panel Members**, **Alternate Members** and **CUSC Parties** who have provided electronic mail addresses to ~~the Code Administrator~~The Company.

8.141.15 **CHANGE CO-ORDINATION**

~~8.14.1~~1.15.1 ~~The Code Administrator~~The Company shall establish (and, where appropriate, revise from time to time) joint working arrangements for change co-ordination with each **Core Industry Document Owner** and with the **STC** committee to facilitate the identification, co-ordination, making and implementation of change to **Core Industry Documents** and the **STC** consequent on an ~~an~~ **AmendmentCUSC Modification** in a full and timely manner.

~~8.14.2~~1.15.2 The working arrangements referred to in Paragraph ~~8.14~~15.1 shall be such as enable the consideration, development and evaluation of **AmendmentCUSC Modification Proposals**, and the implementation of **Approved AmendmentsCUSC Modifications**, to proceed in a full and timely manner and enable changes to **Core Industry Documents** and the **STC** consequent on an amendment to be made and given effect wherever possible (subject to any necessary consent of the **Authority**) at the same time as such **AmendmentCUSC Modification** is made and given effect.

8.151.16 **AMENDMENT CUSC MODIFICATION PROPOSALS**

1.16.1 A proposal to modify the **CUSC** may be made:

- (a) by a CUSC Party, by the National Consumer Council or by a BSC Party; or
- (b) under Paragraph 8.28.5, by the CUSC Modifications Panel or by a Relevant Transmission Licensee in relation to Exhibit O Part IB and Exhibit O Part IIB only; or
- (c) in respect of the Charging Methodologies only, by a Materially Affected Party, unless otherwise permitted by the Authority.

1.16.2 A Standard CUSC Modification Proposal shall follow the procedure set out in Paragraphs 8.18 to 8.23.

~~— A proposal to modify the CUSC may be made by a CUSC Party, by the National Consumer Council or by a BSC Party or, under Paragraphs 8.21.8 and 8.23.5, by the Amendments Panel or by a Relevant Transmission Licensee in relation to Exhibit O Part IB and Exhibit O Part IIB only.~~

1.16.3 ~~8.15.2~~ A CUSC Modification pProposal made pursuant to Paragraph 8.15.1 shall be submitted in writing and shall contain the following information in relation to such proposal:

- (a) the name of the **Proposer**;
- (b) the name of the representative of the **Proposer** (and his alternate) who shall represent the **Proposer** in person for the purposes of this Paragraph 8.15.16;
- (c) a description (in reasonable but not excessive detail) of the issue or defect which the proposed modification ~~amendment~~ seeks to address;
- (d) a description (in reasonable but not excessive detail) of the proposed ~~amendment~~modification and of its nature and purpose;
- (e) where possible, an indication of those parts of the **CUSC** which would require amendment in order to give effect to (and/or would otherwise be affected by) the proposed modification ~~amendment~~ and an indication of the nature of those amendments or effects;
- (f) the reasons why the **Proposer** believes that the proposed modification ~~amendment~~ would better facilitate achievement of the **Applicable CUSC Objectives** as compared with the current version of the **CUSC** together with background information in support thereof;
- (g) the reasoned opinion of the **Proposer** as to whether the proposed modification should fall within a current **Significant Code Review**, meets the **Self-Governance Criteria** or should proceed along the **Standard CUSC Modification Proposal** route;
- (h) the reasoned opinion of the **Proposer** as to whether the proposed modification would have a quantifiable effect on greenhouse gas emissions, assessed in accordance with such current guidance on the treatment of carbon costs and evaluation of the greenhouse gas emissions as may be issued by the **Authority** from time to time;
- ~~(g)~~(i) where possible, an indication of the impact of the proposed modification ~~amendment~~ on **Core Industry Documents** and the **STC**;
- ~~(h)~~(i) where possible, an indication of the impact of the proposed modification ~~amendment~~ on relevant computer systems and processes used by **CUSC Parties**; and
- ~~(i)~~(k) a statement to the effect that the **Proposer** acknowledges that on acceptance of the proposal for consideration by the ~~Amendments~~CUSC Modifications **Panel** a **Proposer** which is not a **CUSC Party** shall grant a licence in accordance with Paragraph 8.15.7.

1.16.4 ~~8.15.3~~ if a proposal fails in any material respect to provide the information in Paragraph 8.15.16.2-3 (excluding Paragraphs (e), (g) and (h) thereof), the **Panel Secretary** may, subject to Paragraph 8.13.14.3(a), reject such proposal provided that:

- (a) the **Panel Secretary** shall furnish the **Proposer** with the reasons for such rejection;

- (b) the **Panel Secretary** shall report such rejection to the **AmendmentsCUSC Modifications Panel** at the next **AmendmentsCUSC Modifications Panel** meeting, with details of the reasons;
- (c) if the **AmendmentsCUSC Modifications Panel** decides to reverse the **Panel Secretary's** decision to refuse the submission, the **Panel Secretary** shall notify the **Proposer** accordingly and the proposal shall be dealt with in accordance with this Section 8;
- (d) nothing in this Section 8 shall prevent a **Proposer** from submitting a revised proposal in compliance with the requirements of Paragraph 8.1516.2-3 in respect of the same subject-matter.

1.16.5 ~~8.15.4~~—Without prejudice to the development of a **Working GroupWorkgroup Alternative AmendmentCUSC Modification** pursuant to Paragraph 8.2023.2, the **AmendmentsCUSC Modifications Panel** shall direct in the case of (a), and may direct in the case of (b), the **Panel Secretary** to reject a proposal pursuant to Paragraph 8.16, other than a proposal submitted by **The Company** pursuant to a direction issued by the **Authority** following a **Significant Code Review** in accordance with Paragraph 8.17.18, ~~pursuant to Paragraph 8.15~~ if and to the extent that such proposal has, in the opinion of the **AmendmentsCUSC Modifications Panel**, substantially the same effect as:

- (a) a **Pending AmendmentCUSC Modification Proposal**; or
- (b) a **Rejected AmendmentCUSC Modification Proposal**, where such proposal is made at any time within two (2) months after the decision of the **Authority** not to direct **The Company** to modify the **CUSC** pursuant to the **Transmission Licence** in the manner set out in such **AmendmentCUSC Modification Proposal**,

and the **Panel Secretary** shall notify the **Proposer** accordingly.

1.16.6 ~~8.15.5~~—Promptly upon receipt of an **AmendmentCUSC Modification Proposal**, the **Panel Secretary** shall:

- (a) allocate a unique reference number to the **AmendmentCUSC Modification Proposal**;
- (b) enter details of the **AmendmentCUSC Modification Proposal** on the **AmendmentCUSC Modification Register**.

1.16.7 ~~8.15.6~~—Subject to Paragraph 8.78.6, where the **AmendmentCUSC Modification Proposal** is received more than five (5) **Business Days** prior to the next **AmendmentsCUSC Modifications Panel** meeting, the **Panel Secretary** shall place the **AmendmentCUSC Modification Proposal** on the agenda of the next **AmendmentsCUSC Modifications Panel** meeting and otherwise shall place it on the agenda of the next succeeding **AmendmentsCUSC Modifications Panel** meeting.

1.16.8 ~~8.15.7~~—It shall be a condition to the right to make a proposal to modify the **CUSC** under this Paragraph 8.15-16 that the **Proposer**:

- (a) grants a non-exclusive royalty free licence to all **CUSC Parties** who request the same covering all present and future rights, **IPRs** and moral rights it may have in such proposal (as regards use or application in Great Britain); and
- (b) warrants that, to the best of its knowledge, information and belief, no other person has asserted to the **Proposer** that such person has any **IPRs** or normal rights or rights of confidence in such proposal,

and, in making a proposal, a **Proposer** which is a **CUSC Party** shall be deemed to have granted the licence and given the warranty in (a) and (b) above.

The provisions of this Paragraph 8.15.7-8 shall also apply to any **WG Consultation Alternative Request**, and for these purposes the term **Proposer** shall include any person making such a **WG Consultation Alternative Request**.

1.16.9 ~~8.15.8~~—Subject to Paragraph 8.17.19, which deals with the withdrawal of a **CUSC Modification Proposal** made pursuant to a direction following a **Significant Code Review**, A **Proposer** may withdraw his support for the **AmendmentCUSC Modification Proposal** on notice to the **Panel Secretary** at any time prior to the CUSC Modifications Panel Recommendation Vote undertaken in relation to that CUSC Modification Proposal pursuant to Paragraph 8.23.4, in which case the **Panel Secretary** shall forthwith:

- (a) notify ~~CUSC Parties~~ those parties specified in Paragraph 8.16.1 as relevant in relation to the CUSC Modification Proposal in question (a “Relevant Party”) that he has been notified of the withdrawal of support by the **Proposer** by publication on ~~The Company Website~~ the Website and (where relevant details are supplied) by electronic mail. A ~~CUSC Party~~ Relevant Party may within five (5) **Business Days** notify the **Panel Secretary** that it is prepared to support the **AmendmentCUSC Modification Proposal** in place of the original **Proposer**. If such notice is received, the name of such ~~CUSC Relevant Party~~ shall replace that of the original **Proposer** as the **Proposer**, and the **AmendmentCUSC Modification Proposal** shall continue. If more than one notice is received, the first received shall be utilised;
- (b) if no notice of support is received under (a), the matter shall be discussed at the next **AmendmentsCUSC Modifications Panel** meeting. If the **AmendmentsCUSC Modifications Panel** so agrees, it may notify ~~CUSC Relevant Parties~~ that the AmendmentCUSC Modification Proposal is to be withdrawn, and a further period of five (5) **Business Days** shall be given for support to be indicated by way of notice;
- (c) if no notice of support is received under (a) or (b), the **AmendmentCUSC Modification Proposal** shall be marked as withdrawn on the **AmendmentCUSC Modification Register**;

Code Administrator as Critical Friend

~~8.16.11~~ 1.16.10 The **Code Administrator** shall provide assistance insofar as is reasonably practicable and on reasonable request to parties with an interest in

the **CUSC Modification Process** (including, in particular, **Small Participants** and consumer representatives) that request it in relation to the **CUSC**, including, but not limited to, assistance with:

- (a) Drafting a **CUSC Modification Proposal**;
- (b) Understanding the operation of the **CUSC**;
- (c) Their involvement in, and representation during, the **CUSC Modification Process** (including but not limited to **CUSC Modifications Panel**, and/or **Workgroup** meetings) as required or as described in the **Code Administration Code of Practice**; and
- (d) Accessing information relating to **CUSC Modification Proposals** and/or **CUSC Modifications Proposals** that have been implemented.³

8.17.1.17 SIGNIFICANT CODE REVIEW

Significant Code Review Phase

~~8.17.1~~**1.17.1** If any party specified under Paragraph 8.16.1 makes a **CUSC Modification Proposal** during a **Significant Code Review Phase**, the **CUSC Modifications Panel** shall evaluate the suitability of that **CUSC Modification Proposal** for inclusion within the **Significant Code Review**.⁴

~~8.17.2~~**1.17.2** If the **CUSC Modifications Panel** and the **Authority** agree that a **CUSC Modification Proposal** is not suitable for inclusion within the **Significant Code Review**, the **CUSC Modifications Panel** shall comply with Paragraph 8.17.16.

~~8.17.3~~**1.17.3** Subject to Paragraph 8.17.4, if the **CUSC Modifications Panel** and the **Authority** agree that a **CUSC Modification Proposal** is suitable for inclusion within the **Significant Code Review**, the **CUSC Modifications Panel** shall comply with Paragraph 8.17.17.

~~8.17.4~~**1.17.4** The **Authority** may grant an exemption to the **CUSC Modifications Panel** from its obligation under Paragraph 8.17.3 to comply with Paragraph 8.17.17.⁵ If the **Authority** does not specify whether or not a **CUSC Modification Proposal** is exempt within twenty-eight (28) days of receipt of the **CUSC Modification Proposal** by the **CUSC Modifications Panel**, then it shall be deemed exempted by the **Authority**. If an exemption is granted or deemed to be granted by the **Authority**, **The Company** shall instead comply with the standard **CUSC Modification Process** set out in Paragraphs 8.18 to 8.23.

~~8.17.5~~**1.17.5** If the **CUSC Modifications Panel** and the **Authority** do not agree as to the suitability of a **CUSC Modification Proposal** for inclusion within the **Significant Code Review**, the **CUSC Modifications Panel** shall consult on it with:

- (a) **CUSC Parties**; and

³ Condition 10, paragraph 6(ad)

⁴ Condition 10, paragraph 6.b.(iiA)

⁵ Condition 10, paragraph 6B (to 8.21.15)

- (b) such other persons who may properly be considered to have an appropriate interest in it (including consumer representatives)⁶.

~~8.17.6~~1.17.6 The consultation will be undertaken by issuing a Consultation Paper (and its provision in electronic form on the **Website** and in electronic mails to **CUSC Parties** and such other persons, who have supplied relevant details, shall meet this requirement).

~~8.17.7~~1.17.7 The Consultation Paper will contain an outline of the **CUSC Modification Proposal** and will incorporate **The Company's** and the **CUSC Modifications Panel's** initial views on the suitability of that **CUSC Modification Proposal** for inclusion within the **Significant Code Review**.

~~8.17.8~~1.17.8 Subject to the consultation having been completed, the **CUSC Modifications Panel** shall prepare and submit to the **Authority** a report (the "**SCR Report**") in accordance with this Paragraph 8.17 for each **CUSC Modification Proposal** which is not withdrawn.

~~8.17.9~~1.17.9 The matters to be included in a **SCR Report** shall be the following (in respect of the **CUSC Modification Proposal**):⁷

- (a) the **CUSC Modification Proposal**;
- (b) the recommendation of the **CUSC Modifications Panel** as to whether or not the **CUSC Modification Proposal** should be included within the **Significant Code Review**;
- (c) a summary (agreed by the **CUSC Modifications Panel**) of the views (including any recommendations) from **Panel Members** made during the consultation in respect of the **CUSC Modification Proposal** and its inclusion within the **Significant Code Review** together with a summary of representations in relation to such matters;
- (d) copies of (and a summary of) all written representations or objections made by consultees during the consultation in respect of the **CUSC Modification Proposal** and subsequently maintained;
- (e) details of the outcome of the **CUSC Modifications Panel Assessment Vote**.

~~8.17.10~~1.17.10 A draft of the **SCR Report** will be circulated by the **Code Administrator** to **CUSC Parties** and **Panel Members** (and its provision in electronic form on the **Website** and in electronic mails to **CUSC Parties** and **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made thereon. Any unresolved comments made shall be reflected in the final **SCR Report**.

~~8.17.11~~1.17.11 A draft of the **SCR Report** shall be tabled at the **Panel Meeting** prior to submission of that **SCR Report** to the **Authority** as set in accordance with the timetable at which the **Panel Chairman** will undertake the **CUSC Modifications Panel Assessment Vote**.

⁶ Condition 10, paragraph 6B and 6(b)

⁷ Condition 10, paragraph 6(6B)

~~8.17.12~~1.17.12 A draft of the **SCR Report** following the **CUSC Modifications Panel Assessment Vote** will be circulated by the **Code Administrator** to **Panel Members** (and in electronic mails to **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made on the **CUSC Modifications Panel Assessment Vote**. Any unresolved comments made shall be reflected in the final **SCR Report**.

~~8.17.13~~1.17.13 Each **SCR Report** shall be addressed and furnished to the **Authority** and none of the facts, opinions or statements contained in such **CUSC Modification Report** may be relied upon by any other person.

~~8.17.14~~1.17.14 The **CUSC Modifications Panel** shall not proceed with a **CUSC Modification Proposal** until the **Authority** has given written notice of its decision as to whether a **CUSC Modification Proposal** should be removed from the **CUSC Modification Process** and considered by the **Authority** as part of the **Significant Code Review**, or whether it should proceed, in accordance with the **Transmission Licence**.⁸

~~8.17.15~~1.17.15 The **Code Administrator** shall copy (by electronic mail to those persons who have supplied relevant details to the **Code Administrator**) the **SCR Report** to:

- (i) each **CUSC Party**;
- (ii) each **Panel Member**; and
- (iii) any person who may request a copy,

and shall place a copy on the **Website**.

~~8.17.16~~1.17.16 If a **CUSC Modification Proposal** is deemed not suitable for inclusion within the **Significant Code Review**, the **Code Administrator** and the **CUSC Modifications Panel** shall follow the procedure set out in Paragraph 8.18.

~~8.17.17~~1.17.17 If a **CUSC Modification Proposal** is deemed suitable for inclusion within the **Significant Code Review**, the **CUSC Modifications Panel** will not proceed with the **CUSC Modification Proposal**, and the **Proposer** shall decide whether the **CUSC Modification Proposal** shall be withdrawn or suspended until the end of the **Significant Code Review Phase**. If the **CUSC Modification Proposal** is suspended, it shall be open to the **Proposer** at the end of the **Significant Code Review Phase** to indicate to the **CUSC Modifications Panel** that it wishes the **CUSC Modification Proposal** to proceed, and:

- (a) if the **CUSC Modifications Panel** considers the **CUSC Modification Proposal** to be sufficiently different to any **CUSC Modification Proposal** raised by **The Company** pursuant to a direction by the **Authority** pursuant to Paragraph 8.17.18, it shall be deemed to be a **CUSC Modification Proposal** that has just been received by the **CUSC Modifications Panel** pursuant to Paragraph 8.16 and shall be assessed as such, but it is open to the **CUSC Modifications Panel** to

⁸ [Final Proposals Appendix 2 pg 49](#)

take into account any work previously undertaken in respect of that **CUSC Modification Proposal**; or

- (b) if the **CUSC Modifications Panel** considers that the **CUSC Modification Proposal** is not sufficiently different to any **CUSC Modification Proposal** raised by **The Company** pursuant to a direction by the **Authority** pursuant to Paragraph 8.17.18, the **Panel Secretary** shall reject it.

If the **Proposer** makes no indication to the **CUSC Modifications Panel** within twenty-eight (28) days of the end of the **Significant Code Review Phase** as to whether or not it wishes the **CUSC Modification Proposal** to proceed, it shall be deemed to be withdrawn.

End of Significant Code Review Phase

~~8.17.18~~1.17.18 If within twenty-eight (28) days after the **Authority** has published its **Significant Code Review** conclusions, the **Authority** issues to **The Company** directions, including directions to **The Company** to make **CUSC Modification Proposals**, then **The Company** shall comply with those directions and shall treat the **Significant Code Review Phase** as having ended.⁹ Such directions shall not fetter the voting rights of the **Panel Members** or any recommendation it made in relation to any **CUSC Modification Proposal**.¹⁰

~~8.17.19~~1.17.19 **The Company** may not, without the prior consent of the **Authority**, withdraw a **CUSC Modification Proposal** made pursuant to a direction issued by the **Authority** pursuant to Paragraph 8.17.18 and if the **Authority** gives consent to a withdrawal, the **CUSC Modification Proposal** may not be adopted by any other party.¹¹

~~8.17.20~~1.17.20 If within twenty-eight (28) days after the **Authority** has published its **Significant Code Review** conclusions, the **Authority** issues to **The Company** a statement that no directions will be issued in relation to the **CUSC**, then **The Company** shall treat the **Significant Code Review Phase** as ended.

~~8.17.21~~1.17.21 If within twenty-eight (28) days after the **Authority** has published its **Significant Code Review** conclusions, the **Authority** issues to **The Company** neither directions pursuant to Paragraph 8.17.18, nor a statement pursuant to Paragraph 8.17.20, then the **Significant Code Review Phase** will be deemed to have ended.

~~8.16.1.18~~ PANEL PROCEEDINGS CUSC MODIFICATION PROPOSAL EVALUATION

~~8.16.1.18.1~~1.18.1 This Paragraph ~~8.16—18~~ is subject to the **Urgent CUSC Amendment CUSC Modification Proposals** procedures ~~and—the Housekeeping Amendment procedures~~ set out in Paragraph ~~8.21~~24 and the **Significant Code Review** procedures set out in Paragraph 8.17.

⁹ Condition 10, paragraph 6.aa and 14

¹⁰ Condition 10, paragraph 6C (to 8.21.20)

¹¹ Final Proposals Appendix 2, pg 52.

~~8.16.2~~1.18.2 An ~~Amendment~~**CUSC Modification Proposal** made pursuant to Paragraph ~~8.15~~ shall, subject to Paragraph 8.1516.67, be discussed by the ~~Amendments~~**CUSC Modifications Panel** at the next following ~~Amendments~~**CUSC Modifications Panel** meeting convened.

~~8.16.3~~1.18.3 The **Proposer's** representative shall attend such ~~Amendments~~**CUSC Modifications Panel** meeting and the ~~Amendments~~**CUSC Modifications Panel** may invite the **Proposer's** representative to present his ~~Amendment~~**CUSC Modification Proposal** to the ~~Amendments~~**CUSC Modifications Panel**.

~~8.18.4~~1.18.4 The **CUSC Modifications Panel** shall evaluate each **CUSC Modification Proposal** against the **Self-Governance Criteria**. The **CUSC Modifications Panel** shall follow the procedure set out in Paragraph 8.25 in respect of any **CUSC Modification Proposal** deemed by the **CUSC Modifications Panel** to fall within the **Self-Governance Criteria**.¹²

~~8.18.5~~1.18.5 Unless the **Authority** determines otherwise, a **CUSC Modification Proposal** deemed by the **CUSC Modifications Panel** not to fall within the **Self-Governance Criteria** shall be a **Standard CUSC Modification Proposal** and shall follow the procedure set out in Paragraphs 8.19 to 8.23.

1.19 PANEL PROCEEDINGS

1.19.1 ~~8.16.4~~—(a) The ~~Company—Code Administrator~~ and the ~~Amendments~~**CUSC Modifications Panel** shall together establish a timetable to apply for the ~~Amendment~~**CUSC Modification Process**.

(b) The ~~Amendments~~**CUSC Modifications Panel** shall establish the part of the timetable for the consideration by the ~~Amendments~~**CUSC Modifications Panel** and by a ~~Working Group~~**Workgroup** (if any) which shall be no longer than four months unless in any case the particular circumstances of the ~~Amendment—CUSC Modification Proposal~~ (taking due account of its complexity, importance and urgency) justify an extension of such timetable, and provided the Authority, after receiving notice, does not object, taking into account all those issues

_____ (c) The ~~Company—Code Administrator~~ shall establish the part of the timetable for the consultation to be undertaken by ~~t~~The ~~Company Code Administrator~~ under this Section 8 and separately the preparation of an ~~an~~ ~~Amendment~~**CUSC Modification Report** to the **Authority**. Where the particular circumstances of the ~~Amendment CUSC Modification Proposal~~ (taking due account of it complexity, importance and urgency) justify an extension of such timescales and provided the Authority does not object, taking into account all those issues, ~~T~~the ~~Company—Code Administrator~~ may revise such part of the timetable.

(d) In setting such a timetable, the ~~Amendments~~**CUSC Modifications Panel** and ~~t~~The ~~Company—Code Administrator~~ shall exercise their respective discretions such that, in respect of each ~~Amendment~~**CUSC Modification Proposal**, an ~~an~~ ~~Amendment~~**CUSC**

¹² Condition 10, paragraph 6.b.(iiA)

Modification Report may be submitted to the **Authority** as soon after the **AmendmentCUSC Modification Proposal** is made as is consistent with the proper evaluation of such **AmendmentCUSC Modification Proposal**, taking due account of its complexity, importance and urgency.

- (e) Having regard to the complexity, importance and urgency of particular **AmendmentCUSC Modification Proposals**, the **AmendmentsCUSC Modifications Panel** may determine the priority of **AmendmentCUSC Modification Proposals** and may (subject to any objection from the **Authority** taking into account all those issues) adjust the priority of the relevant **AmendmentCUSC Modification Proposal** accordingly.

1.19.2 ~~8.16.5~~—In relation to each **AmendmentCUSC Modification Proposal**, the **AmendmentsCUSC Modifications Panel** shall determine at any meeting of the **AmendmentsCUSC Modifications Panel** whether to:

- (a) amalgamate the **AmendmentCUSC Modification Proposal** with any other **AmendmentCUSC Modification Proposal**;
- (b) establish a **Working GroupWorkgroup** of the **AmendmentsCUSC Modifications Panel**, to consider the **Proposed AmendmentCUSC Modification Proposal**; or
- (c) proceed directly to wider consultation ~~by The Company~~.

1.19.3 ~~8.16.6~~—The **AmendmentsCUSC Modifications Panel** may decide to amalgamate an **AmendmentCUSC Modification Proposal** with one or more other **AmendmentCUSC Modification Proposals** where the subject-matter of such **AmendmentCUSC Modification Proposals** is sufficiently proximate to justify amalgamation on the grounds of efficiency and/or where such **AmendmentCUSC Modification Proposals** are logically dependent on each other.

1.19.4 ~~8.16.7~~—Where **AmendmentCUSC Modification Proposals** are amalgamated pursuant to Paragraph ~~8.16.6~~19.3:

- (a) such **AmendmentCUSC Modification Proposals** shall be treated as a single **AmendmentCUSC Modification Proposal**;
- (b) references in this Section 8 to an **AmendmentCUSC Modification Proposal** shall include and apply to a group of two or more **AmendmentCUSC Modification Proposals** so amalgamated;
- (c) the **Proposers** of each such **AmendmentCUSC Modification Proposal** shall co-operate in deciding which of them is to provide a representative for any **Working GroupWorkgroup** in respect of the amalgamated **AmendmentCUSC Modification Proposal** and, in default of agreement, the **Panel Chairman** shall nominate one of the **Proposers** for that purpose.

~~8.20.7~~1.19.5 In respect of any **CUSC Modification Amendment Proposal** that the **CUSC Modifications Amendments Panel** determines to proceed directly to wider consultation ~~by The Company~~ in accordance with Paragraph ~~8.16.5~~19.2, the **CUSC Modifications Amendments Panel**, may at any time

prior to the CUSC Modifications Amendments Panel Recommendation Vote having taken place decide to establish a Working Group of the CUSC Modifications Amendments Panel and the provisions of Paragraph 8.17.20 shall apply. In such case the CUSC Modifications Amendments Panel shall be entitled to adjust the timetable referred to at Paragraph 8.16.419.1(b) and The Company Code Administrator shall be entitled to adjust the timetable referred to at Paragraph 8.16.419.1(c), provided that the **Authority** does not object.

8.17.1.20 WORKING GROUPS

8.17.11.20.1 If the Amendments CUSC Modifications Panel has decided not to proceed directly to wider consultation by The Company (or where the provisions of Paragraph 8.16.819.5 applies apply), a Working Group Workgroup will be established, or an existing Standing Group identified and actioned, by the Amendments CUSC Modifications Panel to assist the Amendments CUSC Modifications Panel in evaluating whether a Amendment CUSC Modification Proposal better facilitates achieving the Applicable CUSC Objectives and whether a Working Group Workgroup Alternative Amendment CUSC Modification would, as compared with the Amendment CUSC Modification Proposal, better facilitate achieving the Applicable CUSC Objectives in relation to the issue or defect identified in the Amendment CUSC Modification Proposal. Where a Standing Group is identified and actioned in relation to a Amendment CUSC Modification Proposal, a reference to Working Group Workgroup in this Section 8 shall, in relation to that Amendment CUSC Modification Proposal, be deemed to be a reference to that Standing Group acting in that capacity. Unless specifically appointed pursuant to this Paragraph or permitted pursuant to Paragraph 8.19.22, a Standing Group shall not comment upon any Amendment CUSC Modification Proposal.

8.17.21.20.2 A single Working Group Workgroup may be responsible for the evaluation of more than one Amendment CUSC Modification Proposal at the same time, but need not be so responsible.

8.17.31.20.3 A Working Group Workgroup shall comprise at least five (5) persons (who may be Panel Members) selected by the Amendments CUSC Modifications Panel from those nominated by CUSC Parties, BSC Parties or the National Consumer Council for their relevant experience and/or expertise in the areas forming the subject-matter of the Amendment CUSC Modification Proposal(s) to be considered by such Working Group Workgroup (and the Amendments CUSC Modifications Panel shall ensure, as far as possible, that an appropriate cross-section of representation, experience and expertise is represented on such Working Group Workgroup) provided that there shall always be at least one member representing The Company and if, and only if, the Amendments CUSC Modifications Panel is of the view that a Amendment CUSC Modification Proposal is likely to have an impact on the STC, the Amendments CUSC Modifications Panel may invite the STC committee to appoint a representative to become a member of the Working Group Workgroup. A representative of the Authority may attend any meeting of a Working Group Workgroup as an observer and may speak at such meeting.

8.17.41.20.4 The Company Code Administrator shall in consultation with the Amendments CUSC Modifications Panel appoint the chairman of the

~~Working Group~~Workgroup who shall act impartially and as an independent chairman.

~~8.17.5~~1.20.5 The ~~Amendments~~CUSC Modifications Panel may add further members or the ~~Working Group~~Workgroup chairman may add or vary members to a ~~Working Group~~Workgroup.

~~8.17.6~~1.20.6 The ~~Amendments~~CUSC Modifications Panel may (but shall not be obliged to) replace any member or observer of a ~~Working Group~~Workgroup appointed pursuant to Paragraph 8.~~17~~20.3 at any time if such member is unwilling or unable for whatever reason to fulfil that function and/or is deliberately and persistently disrupting or frustrating the work of the ~~Working Group~~Workgroup.

~~8.17.7~~1.20.7 The ~~Amendments~~CUSC Modifications Panel shall determine the terms of reference of each ~~Working Group~~Workgroup and may change those terms of reference from time to time as it sees fit.

~~8.17.8~~1.20.8 The terms of reference of a ~~Working Group~~Workgroup must include provision in respect of the following matters:

- (a) those areas of a ~~Working Group~~Workgroup's powers or activities which require the prior approval of the ~~Amendments~~CUSC Modifications Panel;
- (b) the seeking of instructions, clarification or guidance from the ~~Amendments~~CUSC Modifications Panel, including on the suspension of a ~~Workgroup Alternative~~ CUSC Modification during a ~~Significant Code Review Phase~~; ~~and~~
- (c) the timetable for the work to be done by the ~~Working Group~~Workgroup, in accordance with the timetable established pursuant to Paragraph 8.~~16.4~~19.1 (save where Paragraph 8.~~16.8~~19.5 applies); and
- (d) the length of any ~~Working Group~~Workgroup Consultation.

In addition, prior to the taking of any steps which would result in the undertaking of a significant amount of work (including the production of draft legal text to modify the CUSC in order to give effect to a ~~Proposed Amendment~~CUSC Modification Proposal and/or ~~Working Group~~Workgroup Alternative AmendmentCUSC Modification, with the relevant terms of reference setting out what a significant amount of work would be in any given case), the ~~Working Group~~Workgroup shall seek the views of the ~~Amendments~~CUSC Modifications Panel as to whether to proceed with such steps and, in giving its views, the ~~Amendments~~CUSC Modifications Panel may consult the Authority in respect thereof.

~~8.17.9~~1.20.9 Subject to the provisions of this Paragraph 8.~~17~~20.9 and unless otherwise determined by the ~~Amendments~~CUSC Modifications Panel, the ~~Working Group~~Workgroup shall develop and adopt its own internal working procedures for the conduct of its business and shall provide a copy of such procedures to the Panel Secretary in respect of each ~~Amendment~~CUSC Modification Proposal for which it is responsible. Unless the ~~Amendments~~CUSC Modifications Panel otherwise determines, meetings of

each ~~Working Group~~Workgroup shall be open to attendance by a representative of any **CUSC Party**, any **BSC Party** or the **National Consumer Council** and any person invited by the chairman, and the chairman of a ~~Working Group~~Workgroup may invite any such person to speak at such meetings.

~~8.17.10~~1.20.10 After development by the ~~Working Group~~Workgroup of the ~~Amendment~~CUSC Modification Proposal, and (if applicable) after development of any draft ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification in accordance with the **Code Administration Code of Practice**, the ~~Working Group~~Workgroup will (subject to the provisions of Paragraph ~~8.17.20~~16) consult ("~~Working Group~~Workgroup Consultation") on the ~~Amendment~~CUSC Modification Proposal and, if applicable, on any draft ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification with:

- (a) **CUSC Parties**; and
- (b) such other persons who may properly be considered to have an appropriate interest in it.

Where following the establishment of a ~~Working Group~~Workgroup in relation to a ~~an Amendment~~CUSC Modification Proposal, the terms of reference of a **Standing Group** have been amended by the ~~Amendments~~CUSC Modifications Panel to include the ability to comment on that ~~Amendment~~CUSC Modification Proposal, that **Standing Group** as a body shall be deemed to fall within sub-paragraph (ii**b**) above and therefore shall be able to respond to the ~~Working Group~~Workgroup Consultation. It shall not, however, in so doing undertake the functions of a ~~Working Group~~Workgroup. In the absence of such a change in terms of reference, the **Standing Group** as a body shall have no ability to respond to any ~~Working Group~~Workgroup Consultation.

~~1.20.11~~ ~~8.17.11~~—The ~~Working Group~~Workgroup Consultation will be undertaken by issuing a ~~Working Group~~Workgroup Consultation paper (and its provision in electronic form on ~~The Company Website~~the Website and in electronic mails to **CUSC Parties** and such other persons, who have supplied relevant details, shall meet this requirement). Such ~~Working Group~~Workgroup Consultation paper will include:

- (a) Issues which arose in the ~~Working Group~~Workgroup discussions
- (b) Details of any draft ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification
- (c) The date(s) proposed by ~~The Company~~the Code Administrator for the implementation of the ~~Amendment~~CUSC Modification Proposal and draft ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification(s).

~~1.20.12~~ ~~8.17.12~~ ~~Working Group~~Workgroup Consultation papers will be copied to **Core Industry Document Owners** and the secretary of the **STC** committee.

~~8.21.13~~1.20.13 Any **CUSC**, **BSC Party** or the **National Consumer Council** may (subject to Paragraph ~~8.17.20~~17) raise a **WG Consultation Alternative**

Request in response to the **Workgroup Consultation**. Such **Workgroup Consultation Alternative Request** must include:

- (a) the information required by Paragraph 8.1~~56.2-3~~ (which shall be read and construed so that any references therein to “amendment proposal” or “proposal” shall be read as “request” and any reference to “**Proposer**” shall be read as “requester”); and
- (b) sufficient detail to enable consideration of the request including details as to how the request better facilitates the **Applicable CUSC Objectives** than the current version of the **CUSC**, than the **AmendmentCUSC Modification Proposal** and than any draft **Working-GroupWorkgroup Alternative(s)**.

~~8.17.14~~1.20.14 The **Working-GroupWorkgroup** shall consider and analyse any comments made or any **WG Consultation AmendmentCUSC Modification Alternative Request** made by any **CUSC Party** in response to the **Working-GroupWorkgroup Consultation**.

1.20.15 ~~8.17.15~~ If a majority of the members of the **Working-GroupWorkgroup** or the chairman of the **Working-GroupWorkgroup** believe that the **WG Consultation AmendmentCUSC Modification Alternative Request** will better facilitate the **Applicable CUSC Objectives** than the current version of the **CUSC**, the **Working-GroupWorkgroup** shall develop it as a **Working-GroupWorkgroup Alternative AmendmentCUSC Modification** or, where the chairman of the **Working-GroupWorkgroup** agrees, amalgamate it with one or more other draft **Working-GroupWorkgroup Alternative AmendmentCUSC Modification(s)** or **WG Consultation AmendmentCUSC Modification Alternative Request(s)**;

1.20.16 ~~8.17.16~~ Unless the **AmendmentsCUSC Modifications Panel** directs the **Working-GroupWorkgroup** otherwise pursuant to Paragraph 8.~~17~~20.17, and provided that a **Working-GroupWorkgroup Consultation** has been undertaken in respect of the **AmendmentCUSC Modification Proposal**, no further **Working-GroupWorkgroup Consultation** will be required in respect of any **Working-GroupWorkgroup Alternative AmendmentCUSC Modification(s)** developed in respect of such **AmendmentCUSC Modification Proposal**.

1.20.17 ~~8.17.17~~ The **AmendmentsCUSC Modifications Panel** may, at the request of the chairman of the **Working-GroupWorkgroup**, direct the **Working-GroupWorkgroup** to undertake further **Working-GroupWorkgroup Consultation(s)**. At the same time as such direction the **AmendmentsCUSC Modifications Panel** shall adjust the timetable referred to at Paragraph 8.1~~69.41~~(b) and ~~t~~The **Company-Code Administrator** shall be entitled to adjust the timetable referred to at Paragraph 8.1~~69.41~~(c), provided that the **Authority** does not object. No **WG Consultation AmendmentCUSC Modification Alternative Request** may be raised by any **CUSC Party** during any second or subsequent **Working-GroupWorkgroup Consultation**.

1.20.18 ~~8.17.18~~ The **Working-GroupWorkgroup** shall finalise the **Working-GroupWorkgroup Alternative AmendmentCUSC Modification(s)** for inclusion in the report to the **AmendmentsCUSC Modifications Panel**.

1.20.19 ~~8.17.19~~

- (a) Each ~~Working Group~~Workgroup chairman shall prepare a report to the ~~Amendments~~CUSC Modifications Panel responding to the matters detailed in the terms of reference in accordance with the timetable set out in the terms of reference.
- (b) If a ~~Working Group~~Workgroup is unable to reach agreement on any such matter, the report must reflect the views of the members of the ~~Working Group~~Workgroup.
- (c) The report will be circulated in draft form to ~~Working Group~~Workgroup members and a period of not less than five (5) **Business Days** or if all ~~Working Group~~Workgroup members agree three (3) **Business Days** given for comments thereon. Any unresolved comments made shall be reflected in the final report.

~~1.20.20~~ ~~8.17.20~~ The chairman or another member (nominated by the chairman) of the ~~Working Group~~Workgroup shall attend the next ~~Amendments~~CUSC Modifications Panel meeting following delivery of the report and may be invited to present the findings and/or answer the questions of **Panel Members** in respect thereof. Other members of the ~~Working Group~~Workgroup may also attend such ~~Amendments~~CUSC Modifications Panel meeting.

~~1.20.21~~ ~~8.17.21~~ At the meeting referred to in Paragraph ~~8.17.20~~20 the ~~Amendments~~CUSC Modifications Panel shall consider the ~~Working Group~~Workgroup's report and shall determine whether to:-

~~(d)~~(a) refer the ~~Amendments~~CUSC Modifications Proposal back to the ~~Working Group~~Workgroup for further analysis (in which case the ~~Amendments~~CUSC Modifications Panel shall determine the timetable and terms of reference to apply in relation to such further analysis); or

~~(e)~~(b) proceed then to wider consultation ~~by The Company~~.

~~8.20.22~~1.20.22 If, at any time during the assessment process carried out by the **Workgroup** pursuant to this Paragraph 8.20, the **Workgroup** considers that a **CUSC Modification Proposal** or any **Workgroup Alternative CUSC Modification** should be included within a **Significant Code Review**, it shall consult on this as part of the **Workgroup Consultation** and include its reasoned assessment in the report to the **CUSC Modifications Panel** prepared pursuant to Paragraph 8.20.19. If the **CUSC Modifications Panel** considers that the **CUSC Modification Proposal** or the **Workgroup Alternative CUSC Modification** should be included within a **Significant Code Review** pursuant to Paragraph 8.17.3, it shall consult with the **Authority**. If the **Authority** agrees that the **CUSC Modification Proposal** or **Workgroup Alternative CUSC Modification** should be included within the **Significant Code Review**, it shall be suspended during the **Significant Code Review Phase**.

~~8.18~~1.21 STANDING GROUPS

~~8.18.11~~1.21.1 The ~~Amendments~~CUSC Modifications Panel may set up one or more standing groups (each a "Standing Group") to consider and report to the ~~Amendments~~CUSC Modifications Panel on issues specified by the ~~Amendments~~CUSC Modifications Panel relating to the connection and use

of system arrangements in **Great Britain**, including the **Charging Methodologies**. The **AmendmentsCUSC Modifications Panel** may change issues specified from time to time as it sees fit. In setting up a **Standing Group**, the **AmendmentsCUSC Modifications Panel** shall determine the terms of reference of the **Standing Group** (and may change those terms of reference from time to time as it sees fit) and specify a time period within which the **Standing Group** is to report to it on the issue it is to consider and may establish other timetable requirements in relation to the intended scope of the **Standings Group's** considerations. At the end of the time period by which the **Standing Group** is to report, the **AmendmentsCUSC Modifications Panel** shall decide whether the **Standing Group** is to continue and, if it is to continue, shall specify a time period in which it is to further report.

8.18.21.21.2 A **Standing Group** shall comprise at least five (5) persons (who may be **Panel Members**) selected by the **AmendmentsCUSC Modifications Panel** from those nominated by **CUSC Parties** for their relevant experience and/or expertise in the aspect or issue to be considered by such **Standing Group** (and the **AmendmentsCUSC Modifications Panel** shall ensure, as far as possible, that an appropriate cross-section of representation, experience and expertise is represented on such **Standing Group**) provided that there shall always be at least one member representing **The Company** and if, and only if, the **AmendmentsCUSC Modifications Panel** is of the view that an **AmendmentCUSC Modification Proposal** is likely to have an impact on the **STC**, the **AmendmentsCUSC Modifications Panel** may invite the **STC** committee to appoint a representative to become a member of the **Standing Group**. A representative of the **Authority** may attend any meeting of a **Standing Group** as an observer and may speak at such meeting.

8.18.31.21.3 ~~The Code Administrator~~ ~~The Company~~ shall in consultation with the **AmendmentsCUSC Modifications Panel** appoint the chairman of each **Standing Group** who shall act impartially and as an independent chairman.

8.18.41.21.4 The **AmendmentsCUSC Modifications Panel** may add further members or the **Standing Group** chairman may add or vary members to a **Standing Group** after it is established.

8.18.51.21.5 The **AmendmentsCUSC Modifications Panel** may (but shall not be obliged to) replace any member of a **Standing Group** appointed pursuant to Paragraph 8.18.21.2 at any time if such member is unwilling or unable for whatever reason to fulfil that function and/or is deliberately and persistently disrupting or frustrating the work of the **Standing Group**.

8.18.61.21.6

- (a) Each **Standing Group** chairman shall prepare a report to the **AmendmentsCUSC Modifications Panel** responding to the matter detailed in the terms of reference in accordance with the time period set by the **AmendmentsCUSC Modifications Panel**.
- (b) If a **Standing Group** is unable to reach agreement on any such matter, the report must reflect the views of the members of the **Standing Group**.

- (c) The report will be circulated in draft form to **Standing Group** members and a period of not less than five (5) **Business Days** given for comments thereon. Any unresolved comments made shall be reflected in the final report.
- (d) The chairman or another member (nominated by the chairman) of the **Standing Group** shall attend the next **AmendmentsCUSC Modifications Panel** meeting following delivery of the report and may be invited to present the findings and/or answer the questions of **Panel Members** in respect thereof. Other members of the **Standing Group** may also attend such **AmendmentsCUSC Modifications Panel** meeting.

~~8.18.7~~1.21.7 Subject to the provisions of this Paragraph ~~8.18-21~~ and unless otherwise determined by the **AmendmentsCUSC Modifications Panel**, the **Standing Group** shall develop and adopt its own internal working procedures for the conduct of its business and shall provide a copy of such procedures to the **Panel Secretary**. Unless the **AmendmentsCUSC Modifications Panel** otherwise determines, meetings of each **Standing Group** shall be open to attendance by a representative of any **CUSC Party**, any **BSC Party** or the **National Consumer Council** and any person invited by the chairman or any other member of that **Standing Group**, and the chairman or any other member of that **Standing Group** may invite any person to speak at such meetings.

8.19.1.22 ~~THE COMPANY~~ CODE ADMINISTRATOR CONSULTATION

~~8.19.11.22.1~~ In respect of any **AmendmentCUSC Modification Proposal** where a **Working GroupWorkgroup** has been established or a **Standing Group** identified and actioned Paragraph ~~8.1922.1~~ to ~~8.1922.6~~ shall apply.

~~8.19.21.22.2~~ After consideration of any **Working GroupWorkgroup** report on the **AmendmentCUSC Modification Proposal** and if applicable any **Working GroupWorkgroup Alternative AmendmentCUSC Modification** by the **AmendmentsCUSC Modifications Panel** and a determination by the **AmendmentsCUSC Modifications Panel** to proceed to wider consultation ~~by The Company, t~~The **Company Code Administrator** shall consult on the **AmendmentCUSC Modification Proposal** and if applicable any **Working GroupWorkgroup Alternative AmendmentCUSC Modification** with:

- (i) **CUSC Parties**; and
- (ii) such other persons who may properly be considered to have _____ an appropriate interest in it, including the National Consumer Council.

Where following the establishment of a **Working GroupWorkgroup**, the terms of reference of a **Standing Group** have been amended by the **AmendmentsCUSC Modifications Panel** to include the ability to comment on that **AmendmentCUSC Modification Proposal**, that **Standing Group** as a body shall be deemed to fall within sub-paragraph (ii) above and therefore shall be able to respond to ~~t~~The **Company's Code Administrator's** consultation. It shall not, however, in so doing undertake the functions of a **Working GroupWorkgroup**. In the absence of such a change in terms of

reference, the **Standing Group** as a body shall have no ability to respond to any consultation.

8.19.31.22.3 The consultation will be undertaken by issuing a Consultation Paper (and its provision in electronic form on ~~The Company Website~~the Website and in electronic mails to **CUSC Parties** and such other persons, who have supplied relevant details, shall meet this requirement).

8.19.41.22.4 The Consultation Paper will contain

- (a) the proposed drafting for the **AmendmentCUSC Modification Proposal** and any ~~Working—Group~~Workgroup **Alternative AmendmentCUSC Modification** (unless the **Authority** decides none is needed in the **AmendmentCUSC Modification Report** under Paragraph 8.~~19~~22.5) and will indicate the issues which arose in the ~~Working—Group~~Workgroup discussions, where there has been a ~~Working—Group~~Workgroup and will incorporate The **Company's** and the **AmendmentsCUSC Modifications Panel's** initial views on the way forward; and
- (b) the date proposed by ~~The Company~~the Code Administrator for the implementation of the **AmendmentCUSC Modification Proposal** and any ~~Working—Group~~Workgroup **Alternative AmendmentCUSC Modification** and, where the ~~Working—Group~~Workgroup terms of reference require and the dates proposed by the ~~Working Group~~Workgroup are different from those proposed by ~~The Company~~the Code Administrator, those proposed by the ~~Working Group~~Workgroup. Views will be invited on these dates.

8.19.51.22.5 Where **The Company** is proposing to recommend to the **Authority** that a ~~Proposed—Amendment~~CUSC Modification Proposal or ~~Working Group~~Workgroup **Alternative AmendmentCUSC Modification** should not be made, **The Company** shall consult with the **Authority** as to whether the **Authority** would like the **AmendmentCUSC Modification Report** to include the proposed text to amend the **CUSC**. If it does not, no text needs to be included. If it does, and no detailed text has yet been prepared, **The Company** shall prepare such text to modify the **CUSC** in order to give effect to such ~~Proposed—Amendment~~CUSC Modification Proposal or ~~Working Group~~Workgroup **Alternative AmendmentCUSC Modification** and shall seek the views of the relevant ~~Working Group~~Workgroup.

8.19.61.22.6 Consultation Papers will be copied to **Core Industry Document Owners** and the secretary of the **STC** committee.

8.19.71.22.7 In respect of any **AmendmentCUSC Modification Proposal** where a ~~Working Group~~Workgroup has not been established nor a **Standing Group** identified and actioned Paragraph 8.~~19~~22.7 to 8.~~19~~22.12 shall apply.

8.19.81.22.8 After determination by the **AmendmentsCUSC Modifications Panel** to proceed to wider consultation, ~~by The Company, The Company shall consult~~ consultation shall be conducted on the **AmendmentCUSC Modification Proposal** with:

- (i) **CUSC Parties**; and

- (ii) such other persons who may properly be considered to have an appropriate interest in it.

Where following the decision of the ~~Amendments~~**CUSC Modifications Panel** to proceed directly to consultation by ~~the Code Administrator~~**The Company**, in relation to an ~~Amendment~~**CUSC Modification Proposal**, the terms of reference of a **Standing Group** have been amended by the ~~Amendments~~**CUSC Modifications Panel** to include the ability to comment on that ~~Amendment~~**CUSC Modification Proposal**, that **Standing Group** as a body shall be deemed to fall within sub-paragraph (ii) above and therefore shall be able to respond to ~~the Code Administrator~~**The Company's** consultation. It shall not, however, in so doing undertake the functions of a ~~Working Group~~**Workgroup**. In the absence of such a change in terms of reference, the **Standing Group** as a body shall have no ability to respond to any consultation.

~~8.19.91.22.9~~ The consultation will be undertaken by issuing a Consultation Paper (and its provision in electronic form on ~~The Company Website~~**the Website** and in electronic mails to **CUSC Parties** and such other persons, who have supplied relevant details, shall meet this requirement).

~~8.19.101.22.10~~ The Consultation Paper will contain:

- (a) the proposed drafting for the ~~Amendment~~**CUSC Modification Proposal** (unless the **Authority** decides none is needed in the ~~Amendment~~**CUSC Modification Report** under Paragraph ~~8.19.22.11~~) and will incorporate **The Company's** and the ~~Amendments~~**CUSC Modifications Panel's** initial views on the way forward; and
- (b) the date proposed by ~~The Company~~**the Code Administrator** for the implementation of the ~~Amendment~~**CUSC Modification Proposal**. Views will be invited on this date.

~~8.19.111.22.11~~ Where **The Company** is proposing to recommend to the **Authority** that a ~~Proposed Amendment~~**CUSC Modification Proposal** should not be made, **The Company** shall consult with the **Authority** as to whether the **Authority** would like the ~~Amendment~~**CUSC Modification Report** to include the proposed text to amend the **CUSC**. If it does not, no text needs to be included. If it does, and no detailed text has yet been prepared, **The Company** shall prepare such text to modify the **CUSC** in order to give effect to such ~~Proposed Amendment~~**CUSC Modification Proposal**.

~~8.201.23~~ **AMENDMENT CUSC MODIFICATION REPORT**

~~8.20.11.23.1~~ Subject to ~~The Company's~~**the Code Administrator's** consultation having been completed, ~~The Company~~**the CUSC Modifications Panel** shall prepare and submit to the **Authority** a report (the "~~Amendment~~**CUSC Modification Report**") in accordance with this Paragraph ~~8.20-23~~ for each ~~Amendments~~**CUSC Modification Proposal** which is not withdrawn.

~~8.20.21.23.2~~ The matters to be included in an ~~Amendment~~**CUSC Modification Report** shall be the following (in respect of the ~~Amendment~~**CUSC Modification Proposal**):

- (a) the ~~Proposed Amendment~~CUSC Modification Proposal and any ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification;
- (b) the recommendation of ~~The Company~~ as to whether or not the ~~Proposed Amendment~~CUSC Modification Proposal (or any ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification as provided below) should be made;
- (c) a summary (agreed by the ~~Amendments~~CUSC Modifications Panel) of the views (including any recommendations) from ~~Panel Members~~ and/or the ~~Working Group~~Workgroup as the case may be made during the consultation in respect of the ~~Proposed Amendment~~CUSC Modification Proposal and of any ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification;
- (d) an analysis of whether (and, if so, to what extent) the ~~Proposed Amendment~~CUSC Modification Proposal would better facilitate achievement of the ~~Applicable CUSC Objective(s)~~, including, where the impact is likely to be material, an assessment of the quantifiable impact of the ~~CUSC Modification Proposal~~ on greenhouse gas emissions, to be conducted in accordance with such current guidance on the treatment of carbon costs and evaluation of the greenhouse gas emissions as may be issued by the ~~Authority~~ from time to time, and providing a detailed explanation of the ~~CUSC Modifications Panel's~~ reasons for that assessment;¹³
- (e) an analysis of whether (and, if so, to what extent) any ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification would better facilitate achievement of the ~~Applicable CUSC Objective(s)~~ as compared with the ~~Proposed Amendment~~CUSC Modification Proposal and any other ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification and the current version of the ~~CUSC~~, including, where the impact is likely to be material, an assessment of the quantifiable impact of the ~~Workgroup Alternative CUSC Modification~~ on greenhouse gas emissions, to be conducted in accordance with such current guidance on the treatment of carbon costs and evaluation of the greenhouse gas emissions as may be issued by the ~~Authority~~ from time to time, and providing a detailed explanation of the ~~CUSC Modifications Panel's~~ reasons for that assessment;¹⁴
- (f) the proposed date for the implementation of the ~~Proposed Amendment~~CUSC Modification Proposal or any ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification taking into account the views put forward during the process described at Paragraph 8.1922.34(b) such date to be determined by the ~~Amendments~~CUSC Modifications Panel in the event of any disparity between such views and those of ~~The Company~~the ~~Code Administrator~~;
- (g) an assessment of:

¹³ Condition 10, paragraph 6, (b)(ivB) and (v)

¹⁴ Condition 10, paragraph 6, (b)(ivB) and (v)

- (i) the impact of the ~~Proposed—Amendment~~CUSC Modification Proposal and any ~~Working Group~~Workgroup Alternative AmendmentCUSC Modification on the **Core Industry Documents** and the **STC**;
- (ii) the changes which would be required to the **Core Industry Documents** and the **STC** in order to give effect to the ~~Proposed Amendment~~CUSC Modification Proposal and any ~~Working Group~~Workgroup Alternative AmendmentCUSC Modification;
- (iii) the mechanism and likely timescale for the making of the changes referred to in Paragraph (ii);
- (iv) the changes and/or developments which would be required to central computer systems and, if practicable, processes used in connection with the operation of arrangements established under the **Core Industry Documents** and the **STC**;
- (v) the mechanism and likely timescale for the making of the changes referred to in Paragraph (iv);
- (vi) an estimate of the costs associated with making and delivering the changes referred to in Paragraphs (ii) and (iv), such costs are expected to relate to: for (ii) the costs of amending the **Core Industry Document(s)** and **STC** and for (iv) the costs of changes to computer systems and possibly processes which are established for the operation of the **Core Industry Documents** and the **STC**.

together with an analysis and a summary of representations in relation to such matters, including any made by **Small Participants** and the **National Consumer Council**;¹⁵

- (h) to the extent such information is available to ~~The Company~~the Code Administrator, an assessment of the impact of the ~~Proposed Amendment~~CUSC Modification Proposal and any ~~Working Group~~Workgroup Alternative AmendmentCUSC Modification on **CUSC Parties** in general (or classes of **CUSC Parties** in general), including the changes which are likely to be required to their internal systems and processes and an estimate of the development, capital and operating costs associated with implementing the changes to the **CUSC** and to **Core Industry Documents** and the **STC**;
- (i) copies of (and a summary of) all written representations or objections made by consultees during the consultation in respect of the ~~Proposed Amendment~~CUSC Modification Proposal and any ~~Working Group~~Workgroup Alternative AmendmentCUSC Modification and subsequently maintained;
- (j) a copy of any impact assessment prepared by **Core Industry Document Owners** and the **STC** committee and the views and comments of ~~The Company~~the Code Administrator in respect thereof;

¹⁵ [Condition 10, paragraph 6\(b\)\(ii\)](#)

(k) details of the outcome of the ~~Amendments~~CUSC Modifications Panel Recommendation Vote.

1.23.3 ~~8.20.3~~—A draft of the ~~Amendment~~CUSC Modification Report will be circulated by ~~The Company~~the Code Administrator to **CUSC Parties** and **Panel Members** (and its provision in electronic form on ~~The Company Website~~the Website and in electronic mails to **CUSC Parties** and **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made thereon. Any unresolved comments made shall be reflected in the final ~~Amendment~~CUSC Modification Report.

1.23.4 ~~8.20.4~~—A draft of the ~~Amendment~~CUSC Modification Report shall be tabled at the **Panel Meeting** prior to submission of that ~~Amendment~~CUSC Modification Report to the **Authority** as set in accordance with the timetable established pursuant to Paragraph ~~8.16.4~~19.2 at which the **Panel Chairman** will undertake the ~~Amendments~~CUSC Modifications Panel Recommendation Vote.

1.23.5 ~~8.20.5~~—A draft of the ~~Amendment~~CUSC Modification Report following the ~~Amendments~~CUSC Modifications Panel Recommendation Vote will be circulated by ~~The Company~~the Code Administrator to **Panel Members** (and in electronic mails to **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made on the ~~Amendments~~CUSC Modifications Panel Recommendation Vote. Any unresolved comments made shall be reflected in the final ~~Amendment~~CUSC Modification Report.

1.23.6 ~~8.20.6~~—Each ~~Amendment~~CUSC Modification Report shall be addressed and furnished to the **Authority** and none of the facts, opinions or statements contained in such ~~Amendment~~CUSC Modification Report may be relied upon by any other person.

1.23.7 ~~8.20.7~~—In accordance with the **Transmission Licence**, the **Authority** may approve the ~~Proposed Amendment~~CUSC Modification Proposal or a ~~Working Group~~Workgroup Alternative ~~Amendment~~CUSC Modification contained in the ~~Amendment~~CUSC Modification Report (which shall then be an "**Approved** ~~Amendment~~CUSC Modification" until implemented). If the **Authority** believes that neither the ~~Proposed Amendment~~CUSC Modification Proposal (nor any ~~Working Group~~Workgroup Alternative ~~Amendment~~CUSC Modification) would ~~not~~ better facilitate achievement of the **Applicable CUSC Objectives**, then there will be no approval. In such a case, ~~The Company~~the Code Administrator will notify **CUSC Parties** and will raise the issue at the next ~~Amendments~~CUSC Modifications Panel meeting.

1.23.8 ~~8.20.8~~—The ~~Company~~Code Administrator shall copy (by electronic mail to those persons who have supplied relevant details— to ~~the Code Administrator~~The Company)— the ~~Amendment~~CUSC Modification Report to:

- (i) each **CUSC Party**;
- (ii) each **Panel Member**; and

(iii) any person who may request a copy,

and shall place a copy on ~~The Company Website~~the Website.

~~8.23.9~~1.23.9 If the **Authority** determines that the **CUSC Modification Report** is such that the **Authority** cannot properly form an opinion on the **CUSC Modification Proposal**, it may issue a direction to the **CUSC Modifications Panel**.¹⁶

- (a) specifying the additional steps (including legal drafting or amending existing legal drafting associated with the **CUSC Modification Proposal**), revision (including revision to the timetable), analysis or information that it requires in order to form such an opinion; and
- (b) requiring the **CUSC Modification Report** to be revised and to be re-submitted.

1.23.10 If a **CUSC Modification Report** is to be revised and re-submitted in accordance with a direction issued pursuant to Paragraph 8.23.9, it shall be re-submitted as soon after the **Authority's** direction as is appropriate, taking into account the complexity, importance and urgency of the **CUSC Modification Proposal**.¹⁷ The **CUSC Modifications Panel** shall decide on the level of analysis and consultation required in order to comply with the **Authority's** direction and shall agree an appropriate timetable for meeting its obligations. Once the **CUSC Modification Report** is revised, the **CUSC Modifications Panel** shall carry out its **CUSC Modifications Panel Recommendation Vote** again in respect of the revised **CUSC Modification Report** and re-submit it to the **Authority** in compliance with Paragraphs 8.23.4 to 8.23.6. The **Authority** will then approve or not approve the **CUSC Modification Proposal** in compliance with Paragraph 8.23.7, or issue another direction pursuant to Paragraph 8.23.9.

~~8.23.11~~1.23.11 Unless the **Authority** directs otherwise, **The Company** shall not make any modification to the **Charging Methodologies** if a **CUSC Modification Report** is furnished to the **Authority** in accordance with Paragraph 8.23.6 before 31 December 2010, and within twenty eight (28) days of the **CUSC Modification Report** being furnished to the **Authority**, the **Authority** has either:

- (a) directed **The Company** that the modification shall not be made; or
- (b) notified **The Company** that it intends to undertake an impact assessment and, within three months of giving that notification, has directed **The Company** not to make the modification.¹⁸

~~1.22.11~~

~~8.21~~1.24 **URGENT AMENDMENT—CUSC MODIFICATION PROPOSALS—AND HOUSEKEEPING AMENDMENTS**

~~1.23.1~~**Urgent Amendment Proposals**

¹⁶ Condition 10, paragraph 7 aa

¹⁷ Condition 10, paragraph 6(b) (vii)

¹⁸ Condition 5, paragraph 4, Condition 6, paragraph 15B(a)

~~8.21.1.1.24.1~~ If any ~~CUSC Party~~, or the ~~National Consumer Council~~ or any ~~BSC Party~~ **Relevant Party** recommends to the **Panel Secretary** that a proposal should be treated as an **Urgent Amendment** **CUSC Modification Proposal** in accordance with this Paragraph ~~8.21.24~~, the **Panel Secretary** shall notify the **Panel Chairman** who shall then, in accordance with Paragraphs ~~8.21.24.1-12~~(a) to (e) inclusive, and notwithstanding anything in the contrary in this Section 8, endeavour to obtain the views of the **Amendments** **CUSC Modifications Panel** as to the matters set out in Paragraph ~~8.21.24.1.23~~. If for any reason the **Panel Chairman** is unable to do that, the **Panel Secretary** shall attempt to do so (and the measures to be undertaken by the **Panel Chairman** in the following paragraphs shall in such case be undertaken by the **Panel Secretary**).

~~1.24.2~~ ~~8.21.1.1(a)~~

(a) The **Panel Chairman** shall determine the time by which, in his opinion, a decision of the **Amendments** **CUSC Modifications Panel** is required in relation to such matters, having regard to the degree of urgency in all circumstances, and references in this Paragraph ~~8.21.24.1~~ to the “time available” shall mean the time available, based on any such determination by the **Panel Chairman**;

~~(b) 8.21.1.1(b)~~ — The **Panel Secretary** shall, at the request of the **Panel Chairman**, convene a meeting or meetings (including meetings by telephone conference call, where appropriate) of the **Amendments** **CUSC Modifications Panel** in such manner and upon such notice as the **Panel Chairman** considers appropriate, and such that, were practicable within the time available, as many **Panel Members** as possible may attend;

~~(c) 8.21.1.1(c)~~ — Each **Panel Member** shall be deemed to have consented, for the purposes of Paragraph ~~8.78.9~~. to the convening of such meeting or meetings in the manner and on the notice determined by the **Panel Chairman**. Paragraph ~~8.78.10~~ shall not apply to any such business.

~~(d) 8.21.1.1(d)~~ — Where:

- (i) it becomes apparent, in seeking to convene a meeting of the **Amendments** **CUSC Modifications Panel** within the time available, that quorum will not be present; or
- (ii) it transpires that the meeting of the **Amendments** **CUSC Modifications Panel** is not quorate and it is not possible to rearrange such meeting within the time available

The **Panel Chairman** shall endeavour to contact each **Panel Member** individually in order to ascertain such Panel Member’s vote, and (subject to paragraph ~~8.21.24.1-12~~(e)) any matter to be decided shall be decided by a majority of those **Panel Members** who so cast a vote. Where, for whatever reason no decision is reached, the **Panel Chairman** shall proceed to consult with the **Authority** in accordance with Paragraph ~~8.21.24.1.45~~;

~~8.21.1.1(e)~~ (e) Where the **Panel Chairman** is unable to contact a least four **Panel Members** within the time available and where:

- (i) It is only **The Company** who has recommended —that the proposal should be treated as an **Urgent AmendmentCUSC Modification Proposal**, then those **Panel Members** contacted shall decide such matters, such decision may be a majority decision. Where in such cases no decision is made for whatever reason, the **Panel Chairman** shall proceed to consult with the **Authority** in accordance with Paragraph ~~8.21.24.1.45~~; or
- (ii) any **CUSC Party** (other than, and/or in addition to, **The Company**), the **National Consumer Council** or any **BSC Party** has recommended that the proposal should be treated as an **Urgent AmendmentCUSC Modification Proposal**, then the **Panel Chairman** may decide the matter (in consultation with those **Panel Members** (if any) which he managed to contact) provided that the **Panel Chairman** shall include details in the relevant **AmendmentCUSC Modification Report** of the steps which he took to contact other **Panel Members** first.

~~8.21.1.21.24.3~~ The matters referred to in Paragraph ~~8.21.24.1-1~~ are:

- (a) whether such proposal should be treated as an **Urgent AmendmentCUSC Modification Proposal** in accordance with this Paragraph ~~8.21.24~~ and
- (b) the procedure and timetable to be followed in respect of such **Urgent AmendmentCUSC Modification Proposal**.

~~1.24.4 8.21.1.3~~ The **Panel Chairman** or, in his absence, the **Panel Secretary** shall forthwith provide the **Authority** with the recommendation (if any) ascertained in accordance with Paragraphs ~~8.21.24.1.12~~(a) to (e) inclusive, of the **AmendmentsCUSC Modifications Panel** as to the matters referred to in Paragraph ~~8.21.24.1-2~~, and shall consult the **Authority** as to whether such **AmendmentCUSC Modification Proposal** is an **Urgent AmendmentCUSC Modification Proposal** and, if so, as to the procedure and timetable which should apply in respect thereof.

~~1.24.5 8.21.1.4~~ If the **AmendmentsCUSC Modifications Panel** has been unable to make a recommendation in accordance with Paragraph ~~8.21.24.1.2.1~~(d) or Paragraph ~~8.21.24.1.1.2~~(e) as to the matters referred to in Paragraph ~~8.21.24.1-23~~ then the **Panel Chairman** or, in his absence, the **Panel Secretary** may recommend whether he considers that such proposal should be treated as an **Urgent AmendmentCUSC Modification Proposal** shall forthwith consult the **Authority** as to whether such **AmendmentCUSC Modification Proposal** is an **Urgent AmendmentCUSC Modification Proposal** and, if so, as to the procedure and timetable that should apply in respect thereof.

~~1.24.6 8.21.1.5~~ The **AmendmentsCUSC Modifications Panel** shall:

- (a) ~~(a)~~ — not treat any **AmendmentCUSC Modification Proposal** as an **Urgent AmendmentCUSC Modification Proposal** except with the prior consent of the **Authority**;
- (b) ~~(b)~~ — comply with the procedure and timetable in respect of any **Urgent AmendmentCUSC Modification Proposal** approved by the **Authority**; and
- (c) ~~(c)~~ — comply with any direction of the **Authority** issued in respect of any of the matters on which the **Authority** is consulted pursuant to Paragraph 8.2124.1.34 or Paragraph 8.2124.1.45.

1.24.7 ~~8.21.1.6~~ — For the purposes of this Paragraph ~~8.2124.1.67~~, the procedure and timetable in respect of an **Urgent AmendmentCUSC Modification Proposal** may (with the approval of the ~~Authority~~ pursuant to Paragraph 8.2124.1.34 or Paragraph 8.2124.1.45) deviate from all or part of the **AmendmentCUSC Modification Procedures** or follow any other procedure or timetable ~~approved by the Authority~~.

1.24.8 ~~8.21.1.7~~ — The **AmendmentCUSC Modification Report** in respect of an **Urgent AmendmentCUSC Modification Proposal** shall include:

- (a) ~~(a)~~ — a statement as to why the **Proposer** believes that such **AmendmentCUSC Modification Proposal** should be treated as an **Urgent AmendmentCUSC Modification Proposal**,
- (b) ~~(b)~~ — any statement provided by the **Authority** as to why the **Authority** believes that such **AmendmentCUSC Modification Proposal** should be treated as an **Urgent AmendmentCUSC Modification Proposal**,
- (c) ~~(c)~~ — any recommendation of the **AmendmentsCUSC Modifications Panel** (or any recommendation of the **Panel Chairman**) provided in accordance with Paragraph 8.214.1.4 in respect of whether any **AmendmentCUSC Modification Proposal** should be treated as an **Urgent AmendmentCUSC Modification Proposal**, and
- (d) ~~(d)~~ — the extent to which the procedure followed deviated from the **AmendmentCUSC Modification Procedures** (other than the procedures in this Paragraph ~~8.2124.1~~).

1.24.9 ~~8.21.1.8~~ — Each **CUSC Party** and each **Panel Member** shall take all reasonable steps to ensure that an **Urgent AmendmentCUSC Modification Proposal** is considered, evaluated and ~~implemented~~ (subject to the approval of the **Authority**) implemented as soon as reasonably practicable, having regard to the urgency of the matter and, for the avoidance of doubt, ~~an Urgent AmendmentCUSC Modification Proposal~~ may (subject to the approval of the **Authority**) result in the **CUSC** being amended on the day on which such proposal is submitted.

1.24.10 ~~8.21.1.9~~ — Where an **Urgent AmendmentCUSC Modification Proposal** results in an amendment being made in accordance with Paragraph 8.2328, the **AmendmentsCUSC Modifications Panel** may or (where it appears to the **AmendmentsCUSC Modifications Panel** that there is a

reasonable level of support for a review amongst **CUSC Parties** shall following such amendment, action a **Standing Group** in accordance with Paragraph 8.18—21 on terms specified by the **AmendmentsCUSC Modifications Panel** to consider and report as to whether any alternative amendment could, as compared with such amendment better facilitate achieving the **Applicable CUSC Objectives** in respect of the subject matter of that **Urgent AmendmentCUSC Modification Proposal**.

8.25.1.25 **SELF-GOVERNANCE**

8.25.1.25.1 If the **CUSC Modifications Panel**, having evaluated a **CUSC Modification Proposal** against the **Self-Governance Criteria**¹⁹, pursuant to Paragraph 8.18.4, considers that the **CUSC Modification Proposal** meets the **Self-Governance Criteria**, the **CUSC Modifications Panel** shall submit to the **Authority** a **Self-Governance Statement** setting out its reasoning in reasonable detail.²⁰

8.25.2.1.25.2 The **Authority** may, at any time prior to the **CUSC Modifications Panel's** determination made pursuant to Paragraph 8.24.75.9, give written notice that it disagrees with the **Self-Governance Statement** and may direct that the **CUSC Modification Proposal** proceeds through the process for **Standard Modification Proposals** set out in Paragraphs 8.19 to 8.23.

1.25.3 Subject to Paragraph 8.25.2, after submitting a **Self-Governance Statement**, the **CUSC Modifications Panel** shall follow the procedure set out in Paragraphs 8.19 to 8.22.

1.25.4 Subject to the **Code Administrator's** consultation having been completed pursuant to Paragraph 22, the **CUSC Modification Panel** shall prepare a report (the "**CUSC Modification Self-Governance Report**").

1.25.5 The matters to be included in a **CUSC Modification Self-Governance Report** shall be the following (in respect of the **CUSC Modification Proposal**):

(a) details of its analysis of the **CUSC Modification Proposal** against the **Self-Governance Criteria**;

(b) copies of all consultation responses received;

(c) the date on which the **CUSC Modifications Panel Self-Governance Vote** shall take place, which shall not be earlier than seven (7) days from the date on which the **CUSC Modification Self-Governance Report** is furnished to the **Authority** in accordance with Paragraph 8.25.7; and

(d) such other information that is considered relevant by the **CUSC Modifications Panel**.

1.25.6 A draft of the **CUSC Modification Self-Governance Report** will be circulated by the **Code Administrator** to **CUSC Parties** and **Panel Members** (and its provision in electronic form on the **Website** and in electronic mails to **CUSC Parties** and **Panel Members**, who must supply relevant details, shall meet

¹⁹ Condition 10, paragraph 6.b.(iiA)

²⁰ Condition 10, paragraph 13A(a)(i)

this requirement) and a period of no less than five (5) **Business Days** given for comments to be made thereon. Any unresolved comments made shall be reflected in the final **CUSC Modification Self-Governance Report**.

1.25.7 Each **CUSC Modification Self-Governance Report** shall be addressed and furnished to the **Authority** and none of the facts, opinions or statements contained in such **CUSC Modification Self-Governance Report** may be relied upon by any other person.

1.25.8 The **Authority** may direct that the **CUSC Modifications Panel** may not proceed in accordance with its determination of the **CUSC Modification Proposal** prior to the **Authority** giving notice of its decision.

1.25.9 Subject to Paragraph 8.25.11, if the **Authority** does not give written notice of disagreement pursuant to Paragraph 8.25.2, or if the **Authority** determines that the **Self-Governance Criteria** are satisfied, then the **CUSC Modification Self-Governance Report** shall be tabled at the **Panel Meeting** following submission of that **CUSC Modification Report** to the **Authority** at which the **Panel Chairman** will undertake the **CUSC Modifications Panel Self-Governance Vote** and give notice of the outcome of such vote to the **Authority** as soon as possible thereafter.

1.25.10 If the **CUSC Modifications Panel** vote to approve the **CUSC Modification Proposal** pursuant to Paragraph 8.25.9 (which shall then be an "**Approved CUSC Modification Proposal**") until implemented), then the **CUSC Modification Proposal** may be implemented by **The Company** without the **Authority's** approval.

1.24.3

~~8.25.8~~1.25.11 If the **Authority** determines that a **CUSC Modification Proposal** does not meet the **Self-Governance Criteria**, it shall notify the **CUSC Modifications Panel**, and the **CUSC Modifications Panel** shall prepare a **CUSC Modification Report**, which shall be based on the **Self-Governance Report**, pursuant to Paragraph 8.23.2. The **CUSC Modifications Panel** shall then comply with Paragraphs 23.3 to 23.10 as relevant, and the **Authority** shall make a determination in respect of the **CUSC Modification Proposal** in compliance with Paragraph 8.23.7.

~~8.25.9~~1.25.12 The **CUSC Modifications Panel** may withdraw a **CUSC Modification Proposal** from the process detailed in this Paragraph 8.25 before making its determination pursuant to Paragraph 8.25.9.

~~8.25.10~~1.25.13 The **Code Administrator** shall copy (by electronic mail to those persons who have supplied relevant details to the **Code Administrator**) the **CUSC Modification Self-Governance Report** prepared in accordance with Paragraph 8.23 to:

- (i) each **CUSC Party**;
- (ii) each **Panel Member**; and
- (iii) any person who may request a copy,

and shall place a copy on the **Website**.

~~8.25.11~~1.25.14 A **CUSC Party**, or the **National Consumer Council** or any **BSC Party** may appeal to the **Authority** the approval or rejection by the **CUSC Modifications Panel** of a **CUSC Modification Proposal** and any **Workgroup Alternative CUSC Modification** that met the **Self-Governance Criteria**, provided that the appeal has been made up to and including fifteen (15) **Business Days** after publication of the decision to approve or reject the **CUSC Modification Proposal**.²¹ If such an appeal is made, implementation of the **CUSC Modification Proposal** shall be suspended pending the outcome.

~~8.25.12~~1.25.15 The **Authority** shall consider the merits of the appeal against the following criteria:²²

- (a) Whether the appealing party is, or is likely to be, unfairly prejudiced by the implementation or non-implementation of that **CUSC Modification Proposal** or **Workgroup Alternative CUSC Modification**; or
- (b) Whether the appeal is on the grounds that, in the case of implementation, the **CUSC Modification Proposal** or **Workgroup Alternative CUSC Modification** may not better facilitate the achievement of at least one of the **Applicable CUSC Objectives**; or
- (c) Whether the appeal is on the grounds that, in the case of non-implementation, the **CUSC Modification Proposal** or **Workgroup Alternative CUSC Modification** may better facilitate the achievement of at least one of the **Applicable CUSC Objectives**; and
- (d) Whether it is not brought for reasons that are trivial, vexatious or have no reasonable prospect of success.

~~8.25.13~~1.25.16 Following any appeal, a **CUSC Modification Proposal** or **Workgroup Alternative CUSC Modification** shall be treated in accordance with any decision and/or direction of the **Authority** following that appeal.²³

~~8.25.14~~1.25.17 If the **Authority** quashes the **CUSC Modifications Panel's** determination in respect of a **CUSC Modification Proposal** or **Workgroup Alternative CUSC Modification** that met the **Self-Governance Criteria** and takes the decision on the relevant **CUSC Modification Proposal** and any **Workgroup Alternative CUSC Modification** itself, following an appeal, the **CUSC Modification Panel's** determination of that **CUSC Modification Proposal** and any alternative shall be treated as a **CUSC Modification Report** submitted to the **Authority** pursuant to Paragraph 8.19 and the **CUSC Modification Panel's** determination shall be treated as its recommendation pursuant to Paragraph 8.19.5.²⁴

~~8.25.15~~1.25.18 The **Authority** may, following an appeal, refer the **CUSC Modification Proposal** back to the **CUSC Modifications Panel** for further consideration and may direct the **CUSC Modifications Panel** to refer its

²¹ [Condition 10, paragraph 13A \(e\)](#)

²² [Condition 10, paragraph 13B](#)

²³ [Condition 10, paragraph 13C](#)

²⁴ [Condition 10, paragraph 13C\(b\)](#)

recommendation to the **Authority** for final determination pursuant to Paragraph 8.22.7.

8.21.1HOUSEKEEPING AMENDMENTS

~~8.21.1.1Where any **CUSC Party** requests at or prior to the **AmendmentsCUSC Modifications Panel** meeting at which the **AmendmentsCUSC Modifications Proposal** is first discussed that an **AmendmentCUSC Modification Proposal** should be treated as a **Housekeeping Amendment** the **AmendmentsCUSC Modifications Panel** shall consider such request at that meeting.~~

~~8.21.1.2Where the **AmendmentsCUSC Modifications Panel** agrees that such **AmendmentCUSC Modification Proposal** should be treated as a **Housekeeping Amendment** then the following procedures and timetable shall be followed in respect of such **Housekeeping Amendment** in place of Paragraphs 8.16.4, 8.19 and 8.20:~~

~~(a)**The Company** will as soon as practicable after the said **AmendmentsCUSC Modifications Panel** publish the **Housekeeping Amendment** (including the proposed text to amend the **CUSC**) on **The Company Website**~~the Website~~ for a minimum of ten **Business Days** and shall notify:~~

~~(i) CUSC Parties; and~~

~~(ii) such other persons who may properly be considered to have an appropriate interest in it~~

~~of such publication.~~

~~(b)after the ten **Business Days** **The Company** shall submit the **Housekeeping Amendment Report** to the **Authority**.~~

~~(c)**The Company** will include copies of (and a summary) of all written representations objections made by consultees during the ten day period referred to in Paragraph 8.21.2.2 (a) above in the **Housekeeping Amendment Report**.~~

~~(d)When the **Housekeeping Amendment Report** is submitted to the **Authority** **The Company** shall notify:~~

~~(i)each **CUSC Party**;~~

~~(ii) each **Panel Member**; and~~

(iii) any person who requests to be notified

that the ~~Housekeeping Amendment Report~~ has been submitted and shall publish a copy of the ~~Housekeeping Amendment Report on The Company Website~~ the Website.

~~8.21.1.3~~ Where the ~~Authority~~ agrees that the ~~Amendment~~ CUSC Modification Proposal is a ~~Housekeeping Amendment~~, then, in accordance with the ~~Transmission Licence~~, the ~~Authority~~ may approve the ~~Housekeeping Amendment~~ contained in the ~~Housekeeping Report~~ (which shall then be an ~~Approved Amendment~~ until implemented) or not approve it. Where the ~~Authority~~ does not agree that the ~~Amendment Proposal~~ is a ~~Housekeeping Amendment~~ then the ~~Authority~~ may not approve it and notify ~~The Company~~ accordingly.

~~8.21.2.4~~ ~~8.21.1.1~~ An ~~Amendments Proposal~~ shall not be treated as a ~~Housekeeping Amendment~~ without the agreement of the ~~Amendments Panel~~.

8.26 1.26 CHARGING METHODOLOGY FORUM

~~8.26.1~~ 1.26.1 A Charging Methodology Forum shall be established by The Company and shall be chaired by The Company.

~~8.26.2~~ 1.26.2 The CUSC Modifications Panel shall adopt the terms of reference of the Charging Methodology Forum and may change those terms of reference from time to time as it sees fit.

~~8.26.3~~ 1.26.3 The Charging Methodology Forum shall provide a forum for regular communication and discussion of issues relating to the Charging Methodologies and their development²⁵ between The Company and CUSC Parties and any Materially Affected Parties.²⁶

1.26.4 A CUSC Modification Proposal to the Charging Methodologies may be discussed and developed through the Charging Methodology Forum, in which case it shall be deemed to be a Workgroup, or the CUSC Modifications Panel may choose to refer it to a Workgroup pursuant to Paragraph 8.20 or to a Standing Group pursuant to Paragraph 8.21.

8.22 1.27 CONFIDENTIALITY

~~8.22.1~~ 1.27.1 Any representations submitted by a person pursuant to the ~~Amendment~~ CUSC Modification Procedures may be made publicly available save as otherwise expressly requested by such person by notice in writing to the Code Administrator ~~The Company~~. A WG Consultation Alternative Request may in all cases be made publicly available.

~~8.22.2~~ 1.27.2 The ~~Amendment~~ CUSC Modification Panel, The Company and the Code Administrator ~~The Company~~ shall not be liable for any accidental publication of a representation which is the subject of a request made under Paragraph 8.~~22~~26.1.

²⁵ Condition 10, paragraph 6(a)(ae)(i)

²⁶ Final Proposals, section 4, pg 35

~~8.22.3~~1.27.3 For the avoidance of doubt, all representations (whether or not marked confidential) shall be sent to the **Authority**.

~~8.23~~1.28 **IMPLEMENTATION**

~~8.28.1~~1.28.1 The **CUSC** shall be modified either in accordance with the terms of the direction by the **Authority** relating to, or other approval by the **Authority** of, the ~~Proposed Amendment~~CUSC Modification Proposal or any ~~Working Group~~Workgroup ~~Alternative Amendment~~CUSC Modification contained in the relevant ~~Amendment~~CUSC Modification Report, or in respect of CUSC Modification Proposals that meet the Self-Governance Criteria, in accordance with ~~Housekeeping—Amendment~~the relevant **CUSC Modification Report**.

~~8.23.2~~1.28.2 ~~The Code Administrator~~ ~~The Company~~ shall forthwith notify (by publication on ~~The Company Website~~the Website and, where relevant details are supplied by electronic mail):

- (a) ~~(a)~~ each **CUSC Party**;
- (b) ~~(b)~~ each **Panel Member**;
- (c) ~~(c)~~ the **Authority**;
- (d) ~~(d)~~ each **Core Industry Document Owner**,
- (e) ~~(e)~~ the secretary of the **STC** committee;
- (f) each **BSC Party**;
- (g) each **Materially Affected Party**; and
- (h) the **National Consumer Council**

of the change so made and the effective date of the change.

~~8.23.3~~1.28.3 Subject to any specific notification requirements in relation to **CUSC Modification Proposals** in respect of **Charging Methodologies** set out in Paragraph 8.26, ~~An amendment—modification~~ of the **CUSC** shall take effect from the time and date specified in the direction, or other approval, from the **Authority** referred to in Paragraph 8.23~~28~~.1 or, in the absence of any such time and date in the direction or approval, from 00:00 hours on the day falling ten (10) **Business Days** after the date of such direction, or other approval, from the **Authority**. A modification of the **CUSC** that does not require approval from the **Authority** shall take effect from the time and date specified by the **Code Administrator** in its notice given pursuant to Paragraph 8.28.2.

~~8.23.4~~1.28.4 ~~An amendment—modification~~ made pursuant to and in accordance with Paragraph 8.23~~28~~.1 shall not be impaired or invalidated in any way by any inadvertent failure to comply with or give effect to this Section.

~~8.23.5~~1.28.5 If ~~an amendment—~~a modification is made to the **CUSC** in accordance with the **Transmission Licence** but other than pursuant to the other ~~Amendment~~CUSC Modification **Procedures** in this Section 8, the ~~Amendments~~CUSC Modifications **Panel** shall determine whether or not to

submit the amendment for review by a **Standing Group** in accordance with Paragraph 8.18–21 on terms specified by the **AmendmentsCUSC Modifications Panel** to consider and report as to whether any alternative amendment could, as compared with— such amendment better facilitate achieving the **Applicable CUSC Objectives** in respect of the subject matter of the original amendment.

1.28.6 ~~8.23.6~~—Notwithstanding the provisions of Paragraph 8.23~~28~~.3, **AmendmentCUSC Modification Proposal** CAP 160 changes the **AmendmentCUSC Modification Process** and therefore may affect other **AmendmentCUSC Modification Proposals** which have not yet become **Approved AmendmentsCUSC Modifications**. Consequently, this Paragraph deals with issues arising out of the implementation of **AmendmentCUSC Modification Proposal** CAP 160. In particular this Paragraph deals with which version of the **AmendmentCUSC Modification Process** will apply to **AmendmentCUSC Modification Proposal(s)** which were already instigated prior to the implementation of **AmendmentCUSC Modification Proposal** CAP 160.

In respect of any **AmendmentCUSC Modification Proposal** which the **AmendmentCUSC Modification Panel** has determined, as at the date and time of implementation of **AmendmentCUSC Modification Proposal** CAP 160 (as directed by the **Authority**), should proceed to wider consultation by **The Company** is known as an “**Old AmendmentCUSC Modification Proposal**”. In respect of any **AmendmentCUSC Modification Proposal** where the **AmendmentCUSC Modification Panel** has not determined, as at the date and time of implementation of **AmendmentCUSC Modification Proposal** CAP 160 (as directed by the **Authority**), that it should proceed to wider consultation by **The Company** is known as a “**New AmendmentCUSC Modification Proposal**”. The provisions of Section 8 and the associated definitions in Section 11 which will apply to any **Old AmendmentCUSC Modification Proposal(s)** are the provisions of Section 8 and the associated definitions in Section 11 of the **CUSC** which are in force immediately prior to the implementation of CAP 160. The provisions of Section 8 and the associated definitions in Section 11 which will apply to any **New AmendmentCUSC Modification Proposals** are the provisions of the **CUSC** in force from time to time.

[Note: Consideration to be given to use of defined terms in this historical provision]

ANNEX 8A ELECTION OF USERS' PANEL MEMBERS

8A.1 GENERAL

8A.1.1 Introduction

8A.1.1.1 This Annex 8A sets out the basis for election of **Users' Panel Members** and **Alternate Members** for the purpose of Paragraphs 8.34.2. and 8.67.2

8A.1.1.2 This Annex 8A shall apply:

- (a) in relation to each year (the "**Election Year**") in which the term of office of **Users' Panel Members** and **Alternate Members** expires, for the purposes of electing **Users' Panel Members** and **Alternate Members** to hold office with effect from 1st October in that year;
- (b) subject to and in accordance with Paragraph 8A.4, upon a **Users' Panel Member** and/or **Alternate Members** ceasing to hold office before the expiry of his term of office.

8A.1.1.3 For the purposes of an election under Paragraph 8A.1.1.2(a) references to **Users** are to persons who are **Users** as at 20th June in the election year.

8A.1.1.4 ~~The Company~~ **The Code Administrator** shall administer each election of **Users' Panel Members** and **Alternate Members** pursuant to this Annex 8A.

8A.1.2 Election timetable

8A.1.2.1 ~~The Company~~ **The Code Administrator** shall not later than 1st July in the election year prepare and circulate to all **Users** (by publication on ~~The Company Website~~ **the Website** and, where relevant details are supplied, by electronic mail), with a copy to the **Authority**, an invitation to nominate candidates who must be willing to be either a **User Panel Member** or an **Alternate Member** and a timetable for the election (the "**Election Timetable**"), setting out:

- (a) the date by which nominations of candidates are to be received, which shall not be less than three (3) weeks after the timetable is circulated;
- (b) the date by which ~~The Company~~ **the Code Administrator** shall circulate a list of candidates and voting papers;
- (c) the date by which voting papers are to be submitted, which shall not be less than three (3) weeks after the date for circulating voting papers;
- (d) the date by which the results of the election will be made known, which shall not be later than 15th September in the **Election Year**.

8A.1.2.2 If for any reason it is not practicable to establish an election timetable in accordance with Paragraph 8A.2.1.1 or to proceed on the basis of an election timetable which has been established, ~~The Company~~ **the Code Administrator** may establish a different timetable, or revise the election timetable, by notice to all **Users**, the ~~Amendments~~ **CUSC Modifications Panel** and the **Authority**, provided that such timetable or revised timetable shall provide for the election to be completed before 1st October in the **Election Year**.

8A.1.2.3 A nomination or voting paper received by ~~The Company~~the Code Administrator later than the respective required date under the election timetable (subject to any revision under Paragraph 8A.1.2.2) shall be disregarded in the election.

8A.2. CANDIDATES

8A.2.1 Nominations

8A.2.1.1 Nominations for candidates shall be made in accordance with the **Election Timetable**.

8A.2.1.2 Subject to Paragraph 8A.1.1.3, each **User** may nominate one candidate for election by giving notice to ~~The Company~~the Code Administrator.

8A.2.2 List of candidates

8A.2.2.1 ~~The Company~~The Code Administrator shall draw up a list of the nominated candidates and circulate the list to all **Users** by the date specified in the **Election Timetable**.

8A.2.2.2 The list shall specify the **User** by whom each candidate was nominated and any affiliations which the candidate may wish to have drawn to the attention of **Users**.

8A.2.2.3 Except where Paragraphs 8A.4.3 or 8A.4.4 apply, if seven (7) or fewer candidates are nominated no further steps in the election shall take place and such candidate(s) shall be treated as elected as **Users' Panel Members** and Paragraph 8A.3.2.4 shall apply in relation to such candidate(s).

8A.2.2.4 Where Paragraph 8A.4.3 applies, if only one (1) candidate is nominated, no further steps in the election shall take place and such candidate shall be treated as elected as a **Panel Member** and Paragraph 8A.3.2.4 shall apply in relation to such candidate.

8A.2.2.5 Where Paragraph 8A.4.4 applies, if five (5) or fewer candidates are nominated, no further steps in the election shall take place and such candidate(s) shall be treated as elected as **Alternate Members** and Paragraph 8A.3.2.4 shall apply in relation to such candidate(s).

8A.3. VOTING

8A.3.1 Voting papers

8A.3.1.1 Voting papers shall be submitted in accordance with the election timetable.

8A.3.1.2 Each **User** may submit one voting paper.

8A.3.2 Preference votes and voting rounds

8A.3.2.1 Each **User** submitting a voting paper shall vote by indicating on the voting paper a first, second and third preference ("**Preference Votes**") among the candidates.

8A.3.2.2 A voting paper need not indicate a second, or a third, preference, but the same candidate may not receive more than one **Preference Vote** in a voting paper.

8A.3.2.3 Candidates shall be elected in three voting rounds (together where necessary with a further round under Paragraph 8A.3.6) in accordance with the further provisions of this Paragraph 8A.3.

8A.3.2.4 ~~The Company~~**The Code Administrator** shall determine which candidates are elected and announce (to the **Authority** and all **Users**) the results of the election in accordance with the election timetable.

8A.3.2.5 ~~The Company~~**The Code Administrator** shall not disclose the **Preference Votes** cast by **Users** or received by candidates; but a **User** may by notice to the **Authority** require that the **Authority** scrutinise the conduct of the election, provided that such **User** shall bear the costs incurred by the **Authority** in doing so unless the **Authority** recommends that the election results should be annulled.

8A.3.2.6 Further references to voting papers in this Paragraph 8A.3 do not include voting papers which are invalid or are to be disregarded (i.e. voting papers not made or submitted in accordance with the **CUSC**.)

8A.3.3 First voting round

8A.3.3.1 In the first voting round:

(a) the number of first **Preference Votes** allocated under all voting papers to each candidate shall be determined.

(b) the first round qualifying total shall be:

$$(T / N) + 1$$

where

T is the total number of first **Preference Votes** in all voting papers;

N is the number of **Users' Panel Members** and/or **Alternate Members** to be elected.

8A.3.3.2 If the number of first **Preference Votes** allocated to any candidate is equal to or greater than the first round qualifying total, that candidate shall be elected.

8A.3.4 Second voting round

8A.3.4.1 In the second voting round:

(a) the remaining candidates are those which were not elected in the first voting round;

(b) the remaining voting papers are voting papers other than those under which the first **Preference Votes** were for candidates elected in the first voting round;

(c) the number of first and second **Preference Votes** allocated under all remaining voting papers to each remaining candidate shall be determined;

- (d) the second round qualifying total shall be

$$(T' / N') + 1$$

where T' is the total number of first **Preference Votes** and second **Preference Votes** allocated under all remaining voting papers; N' is the number of **Panel Members** and/or **Alternate Members** remaining to be elected after the first voting round.

8A.3.4.2 If the number of first and second **Preference Votes** allocated to any remaining candidate is equal to or greater than the second round qualifying total, that candidate shall be elected.

8A.3.5 Third voting round

8A.3.5.1 In the third voting round:

- (a) the remaining candidates are those which were not elected in the first or second voting rounds;
- (b) the remaining voting papers are voting papers other than those under which the first or second **Preference Votes** were for candidates elected in the first or second voting rounds;
- (c) the number of first, second and third **Preference Votes** allocated under all remaining voting papers to each remaining candidate shall be determined;
- (d) the third round qualifying total shall be

$$(T'' / N'') + 1$$

where T'' is the total number of first **Preference Votes**, second **Preference Votes** and third **Preference Votes** allocated under all remaining voting papers;

N'' is the number of **Panel Members** remaining to be elected after the first and second voting rounds.

8A.3.5.2 If the number of first, second and third **Preference Votes** allocated to any remaining candidate is equal to or greater than the third round qualifying total, that candidate shall be elected.

8A.3.6 Further provisions

8A.3.6.1 If after any voting round the number of candidates achieving the required **Preference Votes** threshold exceeds the number of persons remaining to be elected, the following tie-break provisions shall apply between the tied candidates. In addition, if after the third voting round any **Panel Member(s)** or **Alternate Member(s)** remain to be elected the following tie-break provisions shall apply between the remaining candidates:

- (a) the tied or remaining candidates (as applicable) shall be ranked in order of the number of first **Preference Votes** allocated to them, and the candidate(s) with the greatest number of such votes shall be elected;

- (b) in the event of a tie between two or more candidates within Paragraph (a), the candidate(s) (among those tied) with the greatest number of second **Preference Votes** shall be elected;
- (c) in the event of a tie between two or more candidates within Paragraph (b), ~~The Company~~ **the Code Administrator** shall select the candidate(s) (among those tied) to be elected by drawing lots.

8A.3.7 **Alternate Members and Panel Members**

8A.3.7.1 Except where Paragraphs 8A.4.3 or 8A.4.4 apply, the seven (7) candidates receiving the greatest number of votes shall be elected as **Users' Panel Members** and the next five (5) shall be elected as **Alternate Members**.

8A.3.7.2 Where Paragraph 8A.4.3 applies the number of candidate(s) up to and including the number of **Panel Member Interim Vacancies** receiving the greatest number of votes pursuant to the **Interim Panel and Alternate Election Process** shall be elected as **Users' Panel Member(s)** and the remaining candidates up to and including the number of **Alternate Member Interim Vacancies** receiving the greatest number of votes shall be elected as **Alternate Member(s)**.

8A.3.7.3 Where Paragraph 8A.4.4 applies the five (5) candidates receiving the greatest number of votes pursuant to the **Alternate Election Process** shall be elected as **Alternate Members**.

8A.4. **VACANCIES**

8A.4.1 **General**

8A.4.1.1 If a **Panel Member** ceases to hold office pursuant to Paragraph 8.56.1 (b) (i) then Paragraph 8A.4.2 shall apply.

8A.4.1.2 If a **Panel Member** ceases to hold office pursuant to Paragraph 8.56.1 (a), 8.56.1 (b) (ii) to (vi) (inclusive) or 8.56.1 (c) to (e) (inclusive) then Paragraph 8A.4.3 shall apply.

8A.4.1.3 If an **Alternate Member** ceases to hold office pursuant to Paragraph 8.56 (the "**Resigning**" **Alternate Member**) then Paragraph 8A.4.4 shall apply.

8A.4.1.4 The provisions of Paragraph 8A.2.1.2 shall apply, mutatis mutandis, to any replacement **Panel Member** or any replacement **Alternate Member** under this Paragraph 8A.4.

8A.4.2 **Replacement of a Panel Member who ceases to hold office pursuant to Paragraph 8.56.1 (b) (i)**

8A.4.2.1 Where this Paragraph 8A.4.2 applies, and in accordance with the duties set out in Paragraph 8.23.4.1(a), such **Panel Member** may appoint a replacement **Panel Member** (subject to Paragraph 8A.4.2.2) for the remainder of the term of office of such **Panel Member** and shall notify the **Panel Secretary** of a replacement **Panel Member** at the same time as they resign. If such **Panel Member** does not appoint a replacement at the time of notifying the **Panel Secretary** of their resignation then such **Panel Member** will be replaced in accordance with Paragraph 8A.4.3 and this Paragraph 8A.4.2.1 shall no longer apply.

8A.4.2.2 A **Panel Member** shall only appoint an **Alternate Member** to be his replacement pursuant to Paragraph 8A.4.2.1 and such **Alternate Member** chosen to be a **Panel Member** shall then become a **Resigning Alternate Member** and be replaced in accordance with Paragraph 8A.4.4.

8A.4.3 **Replacement of a Panel Member who ceases to hold office pursuant to Paragraph 8.56.1 (a), 8.56.1 (b) (ii) to (vi) (inclusive) or 8.56.1 (c) to (e) inclusive)**

8A.4.3.1 Subject to Paragraph 8A.4.3.2, such **Panel Member** shall, where one or more **Alternate Member(s)** hold office, be replaced by the **Alternate Member** who previously received the highest number of cumulative **Preference Votes** but if there were a tie-break in relation to such **Preference Votes** then the tie-break provisions set out in Paragraph 8A.3.6.1 shall apply, in either circumstance such **Alternate Member** selected to be a **Panel Member** shall then become a **Resigning Alternate Member** and be replaced in accordance with Paragraph 8A.4.4.

8A.4.3.2 If there are no **Alternate Members** in office upon a **Panel Member** ceasing to hold office then:

(a) Where there are not less than six (6) months remaining until the next full election further **Panel Members** shall be elected in accordance with Paragraphs 8A.2, 8A.3 and subject to the following Paragraphs 8A.4.3.3 to 8A.4.3.5 (inclusive) (the “**Interim Panel and Alternate Election Process**”).

(b) Where there are less than six (6) months remaining until the next full election no further **Panel Members** or **Alternate Members** shall be elected pursuant to this Paragraph 8A.4.3 and the positions shall remain vacant until the next full election.

8A.4.3.3 Where this Paragraph 8A.4.3.3 applies ~~The Company~~the **Code Administrator** shall indicate in the invitation referred to at Paragraph 8A.1.2.1 the number of vacancies for both **Panel Member(s)** (“**Panel Member Interim Vacancies**”) and **Alternate Member(s)** (“**Alternate Member Interim Vacancies**”) for which the **Interim Panel and Alternate Election Process** is being held.

8A.4.3.4 Any **Panel Member(s)** or **Alternate Member(s)** elected pursuant to the **Interim Panel and Alternate Election Process** shall cease to hold office at the next full election.

8A.4.3.5 The timetable for the **Interim Panel and Alternate Election Process** shall be expedited and ~~The Company~~the **Code Administrator** shall prepare a timetable accordingly.

8A.4.4 **Replacement of a Resigning Alternate Member**

8A.4.4.1 Subject to Paragraph 8A.4.4.2 a **Resigning Alternate Member** shall not be replaced.

8A.4.4.2 If there are no **Alternate Members** remaining in office following the resignation of an **Alternate Member** or their appointment as **Panel Member** in accordance with 8A.4.2 or 8A.4.3 then

(a) Where there are not less than six (6) months remaining until the next full election further **Alternate Members** shall be elected in accordance with

Paragraphs 8A.2, 8A.3 and subject to the following paragraphs 8A.4.4.3 to 8A.4.4.5 (inclusive) (the “**Alternate Election Process**”).

- (b) Where there are less than six (6) months remaining until the next full election no further **Alternate Members** shall be elected and the positions shall remain vacant until the next full election

8A.4.4.3 Where this paragraph 8A.4.4.3 applies, a reference in Paragraphs 8A.2 and 8A.3 to a **Users’ Panel Member** or **Panel Member** shall not apply except in the case of Paragraph 8A.3.5.1 (d) where the reference to “**Panel Members**” shall be read and construed as a reference to “**Alternate Members**”.

8A.4.4.4 Any **Alternate Member(s)** elected pursuant to the **Alternate Election Process** shall cease to hold office at the next full election.

8A.4.4.5 The timetable for the **Alternate Election Process** shall be expedited and **The Company** ~~the Code Administrator~~ shall prepare a timetable accordingly.

END OF SECTION 8