



ELECTION PROCEDURES AND OPERATING MANUAL

INFORMATION EXCHANGE COMMITTEE

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Approved for distribution and use by:

APPROVED BY: Violette Mouchaileh
TITLE: Acting EGM Markets

SIGNED:

A handwritten signature in black ink, appearing to read 'Violette Mouchaileh', written over a horizontal line.

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1. INTRODUCTION

1.1. Purpose and Scope

This *Information Exchange Committee Election Procedure (Procedure)* and *Information Exchange Committee Operating Manual (Manual)*, is made in accordance with clause 7.17 of the NER and is to be read in conjunction with clause 7.17 of the NER.

This Procedure and Manual has effect only for the purposes set out in the NER. The NER and the *National Electricity Law* prevail over this Procedure and Manual to the extent of any inconsistency.

2. DEFINITIONS AND INTERPRETATION

2.1. Glossary

- (a) The words, phrases and abbreviations in the table below have the meanings set out opposite them when used in this Procedure and Manual.
- (b) Italicised terms used in the Procedure and Manual bear the meanings given to those terms in the NER.

Term	Definition
Alternate	A person appointed as an alternate for any <i>Member</i> in accordance with this Procedure and Manual.
ECA	Energy Consumers Australia.
Independent	As defined in clause 7.17.11(a) of the NER.
Manual	<i>Information Exchange Committee Operating Manual</i>
Material Conflict	A material conflict of interest, as contemplated by clause 7.17.8(b) of the NER.
Meeting	A meeting of the <i>Information Exchange Committee</i> .
NER	National Electricity Rules made under the <i>National Electricity Law</i> .
Nominated Representative	A person nominated under section 3.2.
Procedure	<i>Information Exchange Committee Election Procedures</i>
Qualification Criteria	For each category of <i>Member</i> , the relevant criteria set out in clause 7.17.11 of the NER.
Return Date	The date specified in <i>AEMO's</i> announcement of an election as the date by which votes for a relevant <i>Member</i> must be received by <i>AEMO</i> .
Secretary	A person appointed as the secretary to the <i>Information Exchange Committee</i> by the chairperson in accordance with section 6.2.

2.2. Interpretation

Unless expressly indicated otherwise, this Procedure and Manual is subject to the principles of interpretation set out in Schedule 2 of the *National Electricity Law*.

3. NOMINATIONS

3.1. Initial Nominations

Within 5 *business days* of the initial publication of this Manual and Procedure, AEMO must call for nominations for a *Distribution Network Service Provider Member*, *Retailer Member*, *Metering Member* and, if applicable, a *Third Party B2B Participant Member*.

AEMO will call for initial nominations and the election of initial *Distribution Network Service Provider Member*, *Retailer Member*, *Metering Member* and, if applicable, a *Third Party B2B Participant Member* by notice to *B2B Parties* and by publishing a notice on *AEMO's* website.

3.2. Nominated Representatives

Each *B2B Party* must provide to AEMO the name and contact details of its representative (including a postal address, facsimile number and an electronic mail address) for the purpose of this Procedure and Manual. The first set of details must be provided within 20 *business days* of the initial publication of this Manual and Procedure. The details must be updated within 7 *business days* of any change in relation to the representative or the contact details.

AEMO shall be deemed to have complied with its obligations in this Procedure and Manual to notify or send a notice when it sends notices to Nominated Representatives who have been notified to it in accordance with this section 3.2.

AEMO will endeavour to notify all *B2B Parties* where AEMO is required to provide notice under this Procedure and Manual. However, if *B2B Party* has not provided or updated the name or contact details of its representative in accordance with this section 3.2 AEMO shall not be responsible for that *B2B Party* failing to be aware of a notice.

3.3. Vacancies

Within 5 *business days* of resignation or removal of a *Distribution Network Service Provider Member*, *Retailer Member*, *Metering Member* or, if applicable, a *Third Party B2B Participant Member*, AEMO must call for nominations from the relevant *Voter Category* to fill the vacancy caused by that resignation or removal.

Except for initial nominations under section 3.1, AEMO must call for nominations by sending a notice to Nominated Representatives of each *B2B Party* in the relevant *Voter Category* and publishing the notice on AEMO's website.

When calling for nominations AEMO must specify the timetable for the election, the method of communication by which nominations must be submitted to AEMO and the term of the appointment of the *Member* for which nominations are being called.

3.4. Nomination Process

Nominations must be made within 10 *business days* of AEMO's call for nominations using the nomination form provided in Appendix A.

Nominations must be approved by the Chief Executive Officer, an Executive Director or Company Secretary of the nominator or their authorised delegate.

Nominations must include details of any *related bodies corporate* and *related entities* of the nominator that belong to the same *Voter Category* as the nominator.

If more than one nomination is provided by the same *B2B Party*, its *related bodies corporate* or *related entities* in the same *Voter Category* (whether for the same or different nominees), only the most recent nomination by that *B2B party*, its *related bodies corporate* or *related entity* will be accepted by AEMO.

Nominations will not be accepted by AEMO if evidence that the nominee meets the Qualification Criteria is not provided with the nomination or if it is clear from the evidence provided that the nominee does not meet the Qualification Criteria.

3.5. No Nominations

If no nominees are received or no nominees meet the Qualification Criteria to fill a vacancy for the relevant *Distribution Network Service Provider Member*, *Retailer Member* or *Metering Member* or, if applicable, a *Third Party B2B Participant Member*:

- (a) AEMO must notify the relevant *Voter Category* of this and call for further nominations within the next 5 *business days*.
- (b) If no further nominations are received, or if further nominees do not meet the Qualification Criteria, AEMO must notify the relevant *Voter Category* that the vacancy will be remain open until a nomination is made for a nominee that meets the Qualification Criteria.

4. APPOINTMENTS

4.1. AEMO Members

AEMO must ensure an AEMO director is appointed at all times as the *AEMO Member*.

4.2. Consumer Members

When appointing a *Consumer Member*, either initially or as a result of a vacancy, AEMO must consult on the vacancy with the ECA on the proposed appointment.

AEMO will notify *B2B Parties* of the *Consumer Member* by sending a notice to Nominated Representatives and publishing the notice on AEMO's website.

4.3. Discretionary Members

When AEMO wishes to appoint a *Discretionary Member*, either initially or as a result of a vacancy, AEMO will call for nominations for *Discretionary Members* and AEMO may consult with persons relevant to the proposed appointment, as contemplated by clause 7.17.10(d) of the NER.

AEMO will notify *B2B Parties* of the *Discretionary Members* by sending a notice to Nominated Representatives and publishing the notice on AEMO's website.

5. ELECTIONS

5.1. No Elections if only one Nominee

There will be no elections for a *Distribution Network Service Provider Member*, *Retailer Member*, *Metering Member* or *Third Party B2B Participant Member* where there is only one nominee from the relevant *Voter Category* who meets the Qualification Criteria. That nominee is deemed to have been elected.

5.2. Elections

Where more than one nominee for a *Distribution Network Service Provider Member*, *Retailer Member*, *Metering Member* or *Third Party B2B Participant Member* meets the Qualification Criteria, AEMO must call for an election by the relevant *Voter Category*.

The election and voting will be undertaken in the form of a secret ballot.

Except for the election of initial nominations under section 3.1, AEMO must announce the election by notice to Nominated Representatives of each *B2B Party* in the relevant *Voter Category* in the form of Appendix B within 5 *business days* after the date on which nominations must be made.

In the notice calling for an election AEMO must specify the method of communication by which votes must be submitted to AEMO and include the biographies of nominees and the evidence that the nominees meet the Qualification Criteria as provided in nomination forms.

5.3. Returning Officer

AEMO is the returning officer for all *Member* elections.

5.4. Counting Votes

To be valid, a vote must be returned to AEMO by the Return Date using the form provided by AEMO for that purpose.

Votes must include details of any *related bodies corporate* of the voter that belong to the same *Voter Category* as the voter.

AEMO shall reject as informal a form that is not marked substantially in accordance with the instructions included on the form or the marking is such that the intention of the voter is not clear.

A nominee will be appointed in the relevant category of *Member* when:

- (a) A nominee gains >50% of the votes in a *Voter Category*; or

- (b) If no nominee gains >50% of the votes in a *Voter Category*, the votes will be re-counted by AEMO using a preferential voting system, as follows:
- (i) The votes for the nominee with lowest number of first choices are added to the totals of the remaining nominees based on who is ranked next on each ballot and the nominee with the lowest number of first choices is excluded from the count.
 - (ii) If the lowest number of first choices is the same for two or more nominees, section 5.4(b)(i) will apply to the votes of all such nominees and all such nominees are excluded from the count.
 - (iii) If the count under section 5.4(b)(i) does not result in any nominee receiving >50% of the votes, a further recount will take place as referred to in section 5.4(b)(i) and the next remaining nominee with the lowest number of first choices is excluded and that nominee's votes (including votes received from the first excluded nominee) are added to the remaining nominees based on who is ranked next on each ballot.
 - (iv) If the nominee ranked next on a ballot is for a previously excluded nominee, then that vote is disregarded and the vote is added to the continuing nominee who is ranked next after the previously excluded nominee.
 - (v) The above process is continued until one nominee receives >50% of the votes, or a dead heat or stalemate is declared between two or more nominees.
 - (vi) In the event of a dead heat or stalemate, the election will be re-run with all the same nominees including previously excluded nominees. AEMO must include the names of the nominees that were in dead heat or stalemate when calling for the election to be re-run
 - (vii) If the re-running of the election pursuant to section 5.4(b)(vi) results in another dead heat or stalemate, the previous nominations will be rescinded and new nominations will be sought in accordance with section 3 of this Procedure. The election process will re-run with the new nominees.

5.5. Results

AEMO will publish the results of every election within 10 *business days* of the Return Date by sending a notice to Nominated Representatives and publishing the results on AEMO's website.

6. TERM, REMOVAL AND RESIGNATION

6.1. Term of Office

The initial term of office for the first *Consumer Member*, *Discretionary Member* and *AEMO Member* appointed under this Procedure and Manual is 18 months from the date of their first appointment.

Otherwise, the term of office for a *Consumer Member*, *Discretionary Member* and *AEMO Member* is 12 months from the date of their appointment.

The term of office for a *Distribution Network Service Provider Member*, *Retailer Member*, *Metering Member* and *Third Party B2B Participant Member* is 2 years from the date of their election.

6.2. Resignation

A *Member* must resign immediately from the *Information Exchange Committee* if:

- (a) the Member is absent from 2 consecutive Meetings without chairperson approval (which approval must not be unreasonably refused) and their Alternate does not attend;
- (b) the Member sends an Alternate to act as their representative for 3 Meetings in any 12 month period unless the representative is sent due to a Material Conflict;
- (c) the Member is a *Discretionary Member* and ceases to be Independent of AEMO;

- (d) in relation to a *Distribution Network Service Provider Member, Retailer Member, Metering Member and Third Party B2B Participant Member*, the *Member* was an employee of a *B2B Party* at the time of their election and they cease to be employed by that *B2B Party* or a *B2B Party* within the same *Voter Category*;
- (e) in relation to the *AEMO Member*, they cease to be a director of *AEMO*;
- (f) in relation to the *Consumer Member*, the *Member* was an employee of the *ECA* at the time of their appointment and ceases to be employed by the *ECA*; or
- (g) in relation to a *Discretionary Member*, the *Member* was an employee of a *B2B Party* at the time of their appointment and ceases to be employed by that *B2B Party* or a *B2B Party* of the same class for which the *Member* was appointed to represent.

6.3. Removal

If a *Member* is required to resign in accordance with section 6.2 and refuses to do so, the chairperson may remove that *Member* and declare the position vacant.

6.4. Conflicts of Interest

At the time of appointment or election as a *Member*, each *Member* must, by completing a standing declaration of interest form prescribed by the Secretary, notify the Secretary of all personal or business interests that the *Member* has which could result in the *Member* having, or which would reasonably be considered to result in the *Member* having, a material conflict of interest in a matter which the *Information Exchange Committee* may decide or determine.

Each *Member* must continue to fully and frankly inform and update the Secretary of any change to the *Member's* personal or business interests that could result in the *Member* having, or which would reasonably be considered to result in the *Member* having, a material conflict of interest in a matter which the *Information Exchange Committee* may decide or determine.

7. COMPOSITION

7.1. Chairperson

If the *AEMO Member* is not present at the commencement of a Meeting, an alternate *AEMO* nomination must be the chairperson of the Meeting.

7.2. Secretary

The first Secretary is *AEMO* and is deemed to have been appointed by the chairperson. The chairperson must appoint a Secretary.

The Secretary must not be a *Member* and shall not have any voting rights.

7.3. Alternate attendance

A *Member* may appoint an Alternate in accordance with clause 7.17.6 of the *NER* to act on their behalf if the *Member* is unable to attend a Meeting due to a Material Conflict or otherwise.

7.4. Contact Details

Each *Member* and Alternate must notify the Secretary of contact details where notices can be served, and update those details within 5 *business days* of any change in those details.

8. MEETINGS

8.1. Meetings

The Information Exchange Committee must meet for the dispatch of business in accordance with the *NER*, and otherwise conduct its Meetings as it sees fit.

The chairperson may call a Meeting by giving notice to the Secretary. The chairperson may not unreasonably refuse a request to call a meeting.

Meetings can be held in person or by electronic means as determined by the Secretary.

8.2. Notice of Meetings and Agenda

At least 15 *business days* prior to a Meeting, the Secretary must give notice of that Meeting to the Members.

At least 10 *business days* prior to a Meeting, the Secretary must provide the agenda and Meeting papers to the Members and cause those materials to be published.

8.3. Adjournment

The chairperson may adjourn a Meeting, but the only business that may be transacted at the reconvened Meeting is the business left unfinished.

If a Meeting is adjourned for more than 5 *business days*, notice of the reconvened Meeting must be given by the Secretary to the Members at least 5 *business days* prior to the date of the proposed reconvened Meeting.

8.4. Other Attendees

Any *Member* may seek the chairperson's approval to invite additional parties to a Meeting to provide input (but not vote) on matters the *Information Exchange Committee* is considering. Such a request must be provided to the chairperson at least 6 *business days* prior to the relevant Meeting and if the chairperson does not respond within 4 *business days* of the request, the chairperson is deemed to have approved the attendance of the specified additional parties.

8.5. Minutes & Resolutions

The Secretary must keep minutes of each Meeting and provide those minutes to each *Member* and, if an Alternate has attended that Meeting, that Alternate, within 5 *business days* after the Meeting has taken place.

The minutes must record the proceedings during a Meeting, including any resolutions passed. Minutes must be in the form detailed in Appendix C.

- a) The Members and Alternates present at the Meeting to which the minutes relate must confirm, or comment on, the minutes within 10 *business days* of receipt. If a Member or Alternate does not confirm or provide comments on the minutes and provide those to the Secretary within those 5 *business days*, that Member or Alternate is deemed to have confirmed the minutes.
- b) If the Secretary receives comments on the minutes, the Secretary must amend the minutes accordingly and re-circulate them for confirmation within 5 *business days* of the date on which the last comments on the minutes were received
- c) The process detailed in paragraphs 8.5a) and b) must be repeated until the minutes are confirmed.
- d) The Secretary must publish on AEMO's website the minutes (together with the agenda and Meeting papers relevant to those Minutes) within 5 *business days* of their confirmation.

9. ANNUAL REPORT AND BUDGET

9.1. Annual Report

The *Information Exchange Committee Annual Report* must contain the following:

- (a) A review of the performance of the *Information Exchange Committee* functions during the year, including significant issues considered, work undertaken and *Information Exchange Committee Works Programme* and the status of that work;

- (b) Details of changes to *B2B Procedures*, the reason for those changes and an assessment of the impact of those changes;
- (c) Outline the key priorities and strategic objectives for the future; and
- (d) An indicative schedule of Meetings for the upcoming year and an indicative plan of key deliverables for the upcoming year.

9.2. Budget

The *Information Exchange Committee* must follow the process detailed in clause 7.17.7(d) of the NER and any reasonable *AEMO* requirements when preparing a budget.

APPENDIX A. NOMINATION FORM

Please complete this form and return it to [insert name of contact person at AEMO and contact details for that person] by 5.00pm (EST) on [Insert date].

Name of nominee:

Name of B2B Party nominating the nominee (nominator)¹:

ABN of nominator:

Role of nominee:

Contact details for nominee:

Member category for which the nominee is nominated:

Distribution Network Service Provider Member

Retailer Member

Third Party B2B Participant Member

Metering Member

Details (including name and ABN) of *related bodies corporate*² and *related entities*³ of the nominator in the same *Voter Category*⁴ as the nominator:

Insert or attach a biography of the nominee.

Insert or attach evidence that the nominee meets the Qualification Criteria.

Signature of the nominee and nominator and date.

Signature nominee:

Signed for the nominator⁵:

Print name of person signing for the nominator:

Date:

Date:

¹ The nominator must be part of the relevant *Voter Category* for the *Member* category for which the nominee is being nominated.

² A related body corporate is, in relation to a body corporate, a body corporate that is related to the first-mentioned body by virtue of the *Corporations Act 2001* (Cth).

³ See clause 7.17.10 of the NER for the definition of related entities.

⁴ *Voter Category* is defined in the NER as *Distribution Network Service Providers, Retailer Member Voters, Metering Member Voters and Third Party B2B Participants*. See Chapter 10 of the NER for definitions of each of these categories.

⁵ Nominations must be approved by the Chief Executive Officer, an Executive Director or Company Secretary of the nominator or their authorised delegate.

APPENDIX B. ELECTION FORM

Please complete this form and return it to *[Insert name of contact person at AEMO and contact details for that person]* by 5.00pm (EST) on *[insert date]*.

[Instructions on how to vote]

Name of voter¹:

ABN of voter:

Details (including name and ABN) of *related bodies corporate*² or *relates entities*³ of the voter in the same *Voter Category*⁴ as the voter:

[List of nominees names for the relevant Voter Category e.g.

Nominee 1

Nominee 2

Nominee 3...etc.]

Signature of authorised representative of voter:

Name of authorised representative of the voter:

By signing this form the signatory warrants that the signatory is duly authorised to sign this form on behalf of the voter

Date:

¹ The voter must be part of the relevant *Voter Category* for the *Member* category for which the nominee they are voting for is nominated.

² A related body corporate is, in relation to a body corporate, a body corporate that is related to the first-mentioned body by virtue of the *Corporations Act 2001* (Cth).

³ See clause 7.17.10 of the NER for the definition of related entities.

⁴ *Voter Category* is defined in the NER as *Distribution Network Service Providers, Retailer Member Voters, Metering Member Voters and Third Party B2B Participants*. See Chapter 10 of the NER for definitions of each of these categories.

APPENDIX C. FORM OF INFORMATION EXCHANGE COMMITTEE MINUTES

MINUTES

MEETING: Information Exchange Committee

DATE:

TIME:

LOCATION:

MEMBERS:

NAME ¹	COMPANY / DEPARTMENT	MEMBER CATEGORY

ALTERNATES:

NAME	COMPANY / DEPARTMENT	MEMBER CATEGORY

OTHER ATTENDEES:

NAME	COMPANY / DEPARTMENT

APOLOGIES:

NAME	COMPANY / DEPARTMENT

1. Meeting Opened
2. Declaration of Material Conflict of Interests
3. Confirmation of Minutes of Previous Meeting
4. Matters Arising
5. Agenda Items...
6. Other Business

Last item should be the Meeting calendar for the next 12 months and indicative agenda.

¹ Footnotes against an attendee's name should indicate whether the attendee was absent for part of the Meeting indicating the item the attendee was absent for.