

Bilaterals Project Advisory Groups

Terms of Reference

1. Overview

MOSL intends to set up the following Advisory Groups to support its Bilaterals Project work:

- Operational Advisory Group
- Technical Advisory Group
- Project Advisory Group
- Customer Advisory Group

Advisory Groups will aid the Bilaterals Project by informing and guiding on topics relating to people, process and technology throughout the lifecycle of the project. It will advise the Code Advisory Group (CAG), providing rationale and supporting evidence for proposed or alternative changes.

2. Purpose of the Advisory Groups

The Bilaterals project is expected to have operational, technical, project, and end-customer requirements that will need the input of subject matter experts (SMEs) from the industry as the solution is being progressed. These SMEs will form specialised Advisory Groups to collaborate with the MOSL Bilaterals Project Team and advise the CAG when change proposals are raised. Each Advisory Group, depending on its specialism, will review project requirements and design proposals and report to the CAG as requested.

3. Functions of the Advisory Groups

3.1 Reviewing Project material

Advisory Groups will support the solution design by reviewing project requirements, design proposals and change proposals.

- Operational Advisory Group: Focusing on the people and process elements of the project
- Technical Advisory Group: Focusing on the technology elements of the project and how integration will be successful, in particular, the API integration between the bilateral solution and existing Trading Parties' systems, including their design, build, and test.
- Project Advisory Group: Focusing on project plans and acting as the conduit to the overall project to measure the market (including MOSL's) readiness for go live. To achieve this the group will ensure milestones are aligned and progress against milestones are reported. It will provide Trading Parties' own project teams visibility of the project plan and progress and give the opportunity to ask questions. Trading Parties will provide updates on their own progress against milestones to ensure the market delivery of the Bilaterals Project is aligned. The Bilaterals Project itself will be assured by an independent assurance company as a separate activity from the Project Advisory Group.

- Customer Advisory Group: Supporting the project when the voice of the customer will aid the progression of the project.

3.2 Reporting to the CAG

The Advisory Groups will advise the CAG, providing rationale and supporting evidence for proposed or alternative changes. The CAG may rely on the advice of Advisory Groups to recommend change proposals (or not) to the Panel. The CAG may ask Advisory Groups for advice on:

- the timetable for any change proposal
- the quality of the proposed rationale
- whether a change proposal is technically workable and satisfactorily defined such that it can be implemented
- whether industry consultation is needed
- alternative solutions (if appropriate)
- whether the proposed solution (and any alternative solution), facilitates the delivery of the Bilaterals Project

3.3 Subject Matter Experts (SMEs)

As SMEs, Advisory Groups may be asked by the MOSL Bilaterals Project Team, CAG or MAC Panel to consider matters relating to change proposals or other matters relating to the Bilaterals Project from time to time.

4. Duties and Requirements of Advisory Group Members

4.1 Member Conduct

Members should have a good working knowledge and experience of:

- the Operational Terms; and
- Relevant Code Subsidiary Documents (CSDs)

Members will act:

- In accordance with the project scope and governance, having regard to Project governance and documents
- Impartially, in the best interests of the market as a whole and shall be guided by the Principles and Objectives, as described in Part 1 of the WRC
- Without interests of their specific Trading Party or organisation
- With integrity and must not only be, but also be seen to be, impartial and free from proximity to vested interests.

4.2 Member Duties

Members should:

- Participate in meetings fully prepared, having read the paperwork ahead of the meeting
- If unable to attend, delegate to an appropriate colleague where possible
- Operate within their powers in accordance with the Advisory Group Terms of Reference (ToR);
- Engage in constructive debate with appropriate discussion and constructive challenge
- Act as critical friends by:
 - Ensuring that unsubstantiated assumptions or assertions do not go unchallenged;
 - Ensuring that all arguments for and against a proposal are adequately discussed and reflected in Advisory Group reports and other relevant deliverables;
 - Ensuring that previous discussions or decisions that may be relevant to the proposal being considered are highlighted;
 - Ensuring that small Trading Parties' and customer viewpoints (whether such parties are present or not at meetings) can be articulated and debated and that other Members do not seek to stifle or prevent such debate

4.3 Member Appointment Requirements

If appointed as a Core Advisory Group Member (see 5.2), each Member shall:

- Provide email confirmation to the Project Team that they agree to be an Advisory Group Member and will endeavour to attend all meetings and to carry out work outside of meetings as necessary
- Inform the Project Team if they do not wish to or are unable to continue as a Member of the Advisory Group

5. Membership

5.1 Chair and Secretariat

The Advisory Group shall have a Chair provided by the Project Team. The Chair's role will be to chair meetings, facilitate discussions, and encourage consensus. The Chair or Chair's nominee, which may be another member of the Project Team, will facilitate secretariat functions at meetings and in preparation for meetings.

5.2 Core Members

The Core Members will be industry SMEs from Wholesalers and Retailers. The Project Team will appoint Core Members and endeavor to maintain between four and eight Core Members and an even spread across Wholesalers and Retailers and large and small Trading Parties (subject to availability of volunteers from the industry).

5.3 Non-Core Members

Additional SMEs may be required to add insights to the Advisory Groups, particularly during specific phases of the Project. These persons can be proposed by the Project Team, Advisory Group Chair or Members, recommendations from TPs or self-nominated volunteers. They may attend one or a number of meetings with the prior approval by the Advisory Group chair.

5.4 Alternates

If a Core Advisory Group Member cannot attend, the Member may propose an Alternate to the group Chair. The Alternate can be any individual notified to the Project team in good time before the meeting. Alternates should possess sufficient knowledge and expertise to act as a Member.

A person appointed as an Alternate is bound by the provisions of this ToR. Alternates must act impartially, in the best interests of the market and should not be representative of or have regard to the interests of any body or person, including the Advisory Group Member that appointed them.

5.5 Other Attendees

Other individuals may be invited to attend the Advisory Group for all or part of any meeting, as agreed in advance of the meeting by the Advisory Group Chair, to assist the Advisory Group in the assessment of a Change Proposal or other matters as so delegated by the Project team or CAG.

6. Proceedings of the Meetings

6.1 Frequency of Meetings

Frequency of the meetings will be as determined by the Project Team and CAG and are expected to occur biweekly to monthly. However, additional meetings may be held at such a time and place as notified to the Members by the Project Team.

Unless otherwise decided by the Project Team, the Project Team shall convene Advisory Group meetings by giving notice via email at least five days prior to the proposed meeting, accompanied by an agenda and any non-confidential papers, as necessary.

6.2 Meetings via Teleconference or Digital Platform

Meetings of the Advisory Group are intended to be conducted largely by teleconference via a Digital Platform like Microsoft Teams. An Advisory Group Member taking part in such a teleconference is deemed to be present in person and is entitled to be counted in any consensus discussion.

6.3 Meeting Record

The Secretariat shall take a record of the discussions and resolutions of the meetings, including the names of those in attendance. The record may include minutes, actions, chat log and/or video or audio recording.

6.4 Recording and Broadcasting

For transparency, audio and/or video recording may be made of Advisory Group meetings. Where the Panel has agreed a policy in relation to the recordings, this will be published on the website of the Market Operator. Additionally, the Advisory Group meetings may be broadcast by webinar. Where the Panel has agreed the policy regarding webinar broadcasting, this will be published on the website of the Market Operator.

7. Glossary

Bilaterals: The communications of tasks between Retailers and Wholesalers as set out in the Operational Terms of the Market Arrangements Code.

Bilaterals Project or The Project: The plan of work intended to deliver a Bilateral Solution to better facilitate the communication between Trading Parties.

Code Advisory Group: Foral Subgroup of the Panel in accordance with Sections 6.3.4 (a) and 7.2.4 of the Market Arrangements Code (MAC). Panel - the panel established from time to time under the Market Arrangements Code; The CAG will recommend to the Panel which change proposals to approve/reject for the Bilaterals Project

Code Subsidiary Documents (CSDs): Market code documents that describe the detailed processes that facilitate the performance of Trading Parties' duties.

Market Arrangements Code (MAC): A non-statutory code which is established by conditions in Water Supply and Sewerage Licences and Instruments of Appointment (MAC Condition). The MAC applies to all Licensees and Appointees in England and Wales as a consequence of the MAC Condition.

Operational Terms: Market code document which describes how the Wholesaler and the Retailer coordinate operational activities that are necessary for the Wholesaler's provision of Water Services and/or Sewerage Services to the Retailer.

Project Team: The MOSL team set up to manage the Bilateral Project

SMEs: Subject Matter Experts with knowledge and skills that will assist the delivery of the Bilaterals Project.

Steering Group: Contributes to, monitors progress of and facilitates the delivery of the Bilaterals Project. Comprises members from MOSL, Wholesale representatives, Retail representatives, Independent representatives, CCWater and Ofwat.

Terms of Reference (ToR): Document that sets out what and how a group and its members should work.