

# ELECTION PROCEDURES AND OPERATING MANUAL

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## CONTENTS

1.	INTRODUCTION	<b>5</b>
1.1.	Purpose and scope	5
2.	DEFINITIONS AND INTERPRETATION	<b>5</b>
2.1.	Glossary	5
2.2.	Interpretation	5
3.	APPOINTMENTS	<b>5</b>
3.1.	IEC membership	5
4.	NOTIFICATION PROCESS	<b>6</b>
5.	NOMINATIONS	<b>7</b>
5.1.	Vacancies	7
5.2.	Nomination process	7
5.3.	No nominations	7
6.	ELECTIONS	<b>7</b>
6.1.	No elections if only one nominee	7
6.2.	Elections	8
6.3.	Returning officer	8
6.4.	Counting votes	8
6.5.	Results	9
7.	TERM, REMOVAL AND RESIGNATION	<b>9</b>
7.1.	Term of office	9
7.2.	Resignation	9
7.3.	Removal	10
7.4.	Conflicts of interest	10
8.	COMPOSITION	<b>10</b>
8.1.	Chairperson	10
8.2.	Secretary	10
8.3.	Alternate attendance	10
8.4.	Contact Details	10
9.	MEETINGS	<b>10</b>
9.1.	Meetings	10
9.2.	Notice of meetings and agenda	11
9.3.	Adjournment	11
9.4.	Other attendees	11
9.5.	Minutes and resolutions	11
10.	ANNUAL REPORT AND BUDGET	<b>11</b>

10.1. Annual Report	11
10.2. Budget	12
11. PROCEDURE FOR AMENDING THIS PROCEDURE AND OPERATING MANUAL	<b>12</b>
11.1. Amendments	12
11.2. Stakeholder engagement on amendments	12
11.3. Voting	12
11.4. Returning officer	12
11.5. Counting votes	12
11.6. Results	13

## 1. INTRODUCTION

### 1.1. Purpose and scope

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

This Procedure and Operating Manual has effect only for the purposes set out in the NER. The NER and the *National Electricity Law* prevail over this Procedure and Operating 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 Operating Manual.
- (b) Italicised terms used in the Procedure and Operating 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.
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 and Operating Manual	<i>Information Exchange Committee Election Procedures and Information Exchange Committee Operating Manual</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 AEMO's announcement of an election as the date by which votes for a relevant <i>Member</i> must be received by AEMO.
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 Operating Manual is subject to the principles of interpretation set out in Schedule 2 of the *National Electricity Law*.

## 3. APPOINTMENTS

### 3.1. IEC membership

In accordance with clause 7.17.6(b) of the NER, the IEC must consist of:

- One AEMO Member;

- One *Distribution Network Service Provider Member*;
- One *Retailer Member*;
- One *Metering Member*;
- (if applicable) A *Third Party B2B Participant Member*;
- One *Consumer Member*;
- At least two, but not more than four, *Discretionary Members*.

### 3.1.1. AEMO Member

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

### 3.1.2. Consumer Member

Prior to appointing a *Consumer Member*, AEMO must consult on the vacancy with the ECA on the proposed appointment.

AEMO will notify all *Voter Categories* of the appointment of the *Consumer Member* via the Notification Process outlined in Section 4 of this Procedure and Operating Manual.

### 3.1.3. Discretionary Members

AEMO must appoint at least two, but may appoint up to four, *Discretionary Members* to represent a class or classes of persons, who, in AEMO's reasonable opinion, have an interest in the *B2B Procedures* and those interests are not adequately represented on the IEC. When AEMO wishes to appoint a *Discretionary Member*, AEMO may call for nominations for a *Discretionary Member* and AEMO may consult with persons relevant to the proposed appointment determined by AEMO, as contemplated by clause 7.17.10(d) of the NER.

AEMO will notify any relevant *Voter Categories* if it wishes to call for nominations for a *Discretionary Member* by the Notification Process outlined in Section 4 of this Procedure and Operating Manual. AEMO will notify all *Voter Categories* of the appointment of the *Discretionary Member* by the Notification Process outlined in Section 4 of this Procedure and Operating Manual.

## 4. NOTIFICATION PROCESS

When AEMO is required by this Procedure and Operating Manual to notify a *Voter Category* according to the Notification Process, AEMO must:

- Publish a notice on the AEMO IEC webpage<sup>1</sup>;
- Send an email to the relevant peak market body<sup>2</sup> for that *Voter Category*, if the *Voter Category* is *Distribution Network Service Providers*, *Retailer Member Voters*, or *Metering Member Voters*; and
- Include a notice in AEMO's weekly communications email<sup>3</sup>.

<sup>1</sup> The IEC webpage can be found on AEMO's website here: <http://aemo.com.au/Stakeholder-Consultation/Industry-forums-and-working-groups/Retail-meetings/Information-Exchange-Committee>

<sup>2</sup> At the effective date of this procedure, the peak market bodies for each *Voter Category* were: Energy Networks Australia in respect of *Distribution Network Service Providers*, the Australian Energy Council in respect of the *Retailer Member Voters*, and the *Competitive Metering Industry Group* in respect of the *Metering Member Voters*.

<sup>3</sup> Participants can subscribe to AEMO's weekly communications email here: <https://aemo.us10.list-manage.com/subscribe?u=eae433173c2b1acb87c5b07d1&id=514e8d7a98>

## 5. NOMINATIONS

### 5.1. Vacancies

Within 15 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.

AEMO must notify the relevant Voter Category of the call for nominations by the Notification Process outlined in Section 4. 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.

### 5.2. Nomination process

Nominations must be made within 10 *business days* of AEMO's call for nominations.

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.

### 5.3. 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 10 *business days* via the Notification Process outlined in Section 4 of this Procedure and Operating Manual.
- (b) If no further nominations are received, or if further nominees do not meet the Qualification Criteria, AEMO must notify the relevant *Voter Category* via the Notification Process outlined in Section 4 of this Procedure and Operating Manual that the vacancy will remain open until a nomination is made for a nominee that meets the Qualification Criteria.

## 6. ELECTIONS

### 6.1. 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.

## 6.2. 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.

AEMO must announce the election by notice to the relevant *Voter Category* using the Notification Process outlined in Section 4 of this Procedure and Operating Manual within 10 business days of 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.

## 6.3. Returning officer

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

## 6.4. 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.

## 6.5. Results

AEMO will publish the results of every election to all *Voter Categories* within 15 *business days* of the Return Date by the Notification Process outlined in Section 4 of this Procedure and Operating Manual.

## 7. TERM, REMOVAL AND RESIGNATION

### 7.1. Term of office

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

The term of office for a *Consumer Member*, *Discretionary Member* and *AEMO Member* is 12 months from the date of their appointment but may be extended for an additional 12 months at the discretion of AEMO.

AEMO will notify all *Voter Categories* of the extension of the appointment of term of office of the *Consumer Member*, *Discretionary Member*, or *AEMO Member* by the Notification Process outlined in Section 4 of this Procedure and Operating Manual.

### 7.2. Resignation

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

- (a) The Member is absent from two 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 three 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.

### 7.3. 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.

### 7.4. 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.

## 8. COMPOSITION

### 8.1. 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.

### 8.2. Secretary

The 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.

### 8.3. 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.

### 8.4. Contact Details

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

## 9. MEETINGS

### 9.1. Meetings

The *Information Exchange Committee* must meet for the dispatch of business in accordance with the NER, and meet at least once every three months, but otherwise conduct its Meetings as it sees fit. A quorum of *Members* must be in attendance for each Meeting, as described in NER clause 7.17.9(b).

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.

## 9.2. 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 five *business days* prior to a Meeting, the Secretary must provide the agenda and Meeting papers to the Members.

## 9.3. 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 five *business days*, notice of the reconvened Meeting must be given by the Secretary to the Members at least five *business days* prior to the date of the proposed reconvened Meeting.

## 9.4. 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 six *business days* prior to the relevant Meeting and if the chairperson does not respond within four *business days* of the request, the chairperson is deemed to have approved the attendance of the specified additional parties.

## 9.5. Minutes and 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 10 *business days* after the Meeting has taken place.

The minutes must record the proceedings during a Meeting, including any resolutions passed.

*Members* and Alternates may provide comment on the minutes for a Meeting at any point between that Meeting and the provision of the final agenda for the next Meeting. *Members* and Alternates may provide any final comment on the minutes at the next Meeting. If the *Information Exchange Committee* agrees to any changes suggested in final comments, then the minutes will be amended to reflect those changes, after which point the minutes are deemed to be confirmed. The Secretary must publish on AEMO's website the minutes (together with the agenda and Meeting papers relevant to those Minutes) within five *business days* of their confirmation

## 10. ANNUAL REPORT AND BUDGET

### 10.1. 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.

## 10.2. 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.

## 11. PROCEDURE FOR AMENDING THIS PROCEDURE AND OPERATING MANUAL

### 11.1. Amendments

This Section 11 sets out the procedure for making amendments to this Procedure and Operating Manual in line with NER clauses 7.17.12(c) and 7.17.12(f).

### 11.2. Stakeholder engagement on amendments

The IEC may engage with *B2B Parties* in developing proposed amendments to this Procedure and Operating Manual before conducting the vote outlined in Section 11.3. Methods of engagement may include, but are not limited to, the following:

- Issuing discussion papers and draft versions of this Procedure and Operating Manual to any *Information Exchange Committee Working Groups*.
- Issuing discussion papers and draft versions of this Procedure and Operating Manual to all *B2B Parties*.

### 11.3. Voting

When the IEC has developed proposed amendments to this Procedure and Operating Manual, the IEC must submit these proposed amendments to *AEMO* for distribution to *B2B Parties*. *AEMO* must notify all *Voter Categories* of the vote on the proposed amendments within 10 *business days* of the IEC's submission of the proposed amendments to *AEMO* using the Notification Process outlined in Section 4 of this Procedure and Operating Manual.

The vote on the proposed amendments will be undertaken in the form of a secret ballot.

In the notice of the vote *AEMO* must specify the method of communication by which votes must be submitted to *AEMO*.

### 11.4. Returning officer

*AEMO* is the returning officer for all votes on proposed amendments to this Procedure and Operating Manual.

### 11.5. 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.

The proposed amendments to this Procedure and Operating Manual will be approved if votes in support of the changes are received from not less than 75% of voters in each of at least three of the following *Voter Categories* for the following *Members*:

- (a) *Distribution Network Service Provider Member*;
- (b) *Retailer Member*;

- (c) *Metering Member*; and
- (d) *Third Party B2B Participant Member*.

### **11.6. Results**

*AEMO* must publish the results of any vote conducted as outlined in Section 11.3 to all *Voter Categories* within 15 *business days* of the Return Date by the Notification Process outlined in Section 4 of this Procedure and Operating Manual. If the proposed amendments to this Procedure and Operating Manual are approved, *AEMO* must also publish the new Procedure and Operating Manual to all *Voter Categories* within 15 *business days* of the Return Date by the Notification Process outlined in Section 4 of this Procedure and Operating Manual.