

## **Energy Complaints Scheme Advisory Committee: Terms of Reference**

### ***What topics does this document deal with?***

1. This document provides the Terms of Reference, as determined by the Board of Utilities Disputes Limited, for the operation of the Energy Complaints Scheme Advisory Committee to the Board of Utilities Disputes Limited.
2. Where these Terms of Reference contradict scheme rules, scheme rules will prevail.

### **Functions of the Committee**

#### ***Purpose of the Committee***

3. As set out in Clause 15 of the Governance Charter, the role of this Advisory Committee is to provide the Utilities Disputes Board with advice and recommendations, and a forum for consultation, on matters relating to the Utilities Disputes Board's operation of the Energy Complaints Scheme.
4. As set out in Clause 20 of the Governance Charter, in carrying out an annual review, the Utilities Disputes Board must seek and consider feedback from the relevant Advisory Committee about the performance of the Scheme.

#### ***Powers – provide recommendations to the board***

5. As set out in Clause 8.19 of the Governance Charter, the Utilities Disputes Board will have regard to the Advisory Committee's views. 'Have regard to' means the Board must take into account, consider and give due weight to the views of the Advisory Committee as a guide in the relevant decision-making process.
6. Any motion put forward from the Advisory Committee to the Utilities Disputes Board needs to include an explanation of whether the motion was unanimously supported and include details of Advisory Committee Members' positions. These positions may differ between Industry Representatives and Consumer Representatives.
7. The Advisory Committee Chair may speak to the Utilities Disputes Board on any Advisory Committee matter. Any other Advisory Committee Member may speak to the Utilities Disputes Board, on any Advisory Committee matter, with the agreement of the Advisory Committee.

### **Committee Representation**

#### ***Membership of committee***

8. The six member Advisory Committee will consist of three representatives of industry and three representatives of consumers (Industry Representatives and Consumer Representatives). The Utilities Disputes Commissioner or Deputy Commissioner will chair Advisory Committee meetings but will not vote on any matter. All Advisory Committee Members will be appointed by the Utilities Disputes Board.
9. In addition to the Advisory Committee Chair, a Utilities Disputes staff member will, except in exceptional circumstances, attend Advisory Committee meetings for the purpose of taking minutes. Any additional involvement of the staff member will be at the discretion of the Advisory Committee.
10. For clarity:
  - a Provider represented on the Advisory Committee can't change their representative on the Advisory Committee
  - it is intended for the Advisory Committee to have an equal number of Consumer and Industry representatives at each of its meetings, but the absence of an Advisory Committee member will not prevent an Advisory Committee meeting going ahead.

#### ***Appointment process - industry***

11. Upon a vacancy arising for an Industry Representative to Advisory Committee, the Utilities Disputes Board will call for nominations from all providers, industry associations and the wider industry. The call for nominations will include:
  - background information about Utilities Disputes and the Advisory Committee
  - details of the scheme requirements
  - a copy of these Terms of Reference
  - details of skills required in an applicant
  - meeting details
  - remuneration details
  - term and termination of appointment details.
12. The Utilities Disputes Board may also approach certain individuals it considers suitable for the Industry Representative role. These may include former Member Committee members or individuals within the wider industry.
13. The Utilities Disputes Board is responsible for appointing three industry representatives. Successful applicants will be notified in writing. For clarity, if the Utilities Disputes Board does not receive any nominations it is satisfied with, the Utilities Disputes Board may choose to keep the position vacant until a time it has received a satisfactory nomination.

#### ***Appointment process – consumer***

14. Upon a vacancy arising for a Consumer Representative to Advisory Committee, the Utilities Disputes Board will call for nominations from consumer and government organisations. The call for nominations will include:

- background information about Utilities Disputes and the Advisory Committee
  - details of the scheme requirements
  - a copy of these Terms of Reference
  - details of skills required in an applicant
  - meeting details
  - remuneration details
  - term and termination of appointment details.
15. The Utilities Disputes Board may also approach certain individuals it considers suitable for the Consumer Representative role. This may include individuals within consumer and government organisations, individuals known to the Utilities Disputes Board in the community, former working group members, and former consumer Board members.
16. The Utilities Disputes Board is responsible for appointing three Consumer Representatives. Successful applicants will be notified in writing. For clarity, if the Utilities Disputes Board does not receive any nomination it is satisfied with, the Utilities Disputes Board may choose to keep the position vacant until a time it has received a satisfactory nomination.

### ***Remuneration***

17. The Utilities Disputes Board sets and provides remuneration for Advisory Committee Members. Consumer Representatives receive \$300 per meeting. This includes special meetings requested by the Utilities Disputes Board.
18. Industry Representatives receive no remuneration.
19. Reasonable costs associated with attending an Advisory Committee meeting will be met by Utilities Disputes for any consumer representative who resides outside of Wellington. For clarity, these costs are expected to include air travel, taxi fares, accommodation where necessary and other reasonable expenses.

### ***Term of office, reappointments, timetable for appointments***

20. Appointments of Consumer Representatives and Industry Representatives are for two years. Consumer representatives and Industry Representatives may be reappointed up to a maximum appointment of six consecutive years.
21. The Utilities Disputes Board may choose to extend the maximum six year term in extraordinary circumstances, including if a suitable replacement is not found for a Consumer Representative or Industry Representative and if the Consumer Representative or Industry Representative is involved in a piece of work that would be severely affected by the expiry of their term.
22. The Utilities Disputes Board will call for nominations no earlier than three months before the expiry of an existing Consumer Representative's or Industry Representative's term.

### ***Vacation from office***

23. A Consumer Representative or Industry Representative to the Advisory Committee must immediately cease to be if he or she is:
- adjudged bankrupt, or
  - becomes of unsound mind, or
  - is absent for more than two meetings without permission of the Advisory Committee Chair, or
  - convicted of an indictable offence or commits any act of dishonesty whether relating to the Advisory Committee or otherwise, or
  - resigns by notice in writing to the Board.

***Duties and responsibilities of Consumer Representatives and Industry Representatives***

24. The Advisory Committee conducts its activities in an open and ethical manner, and operates in an effective and efficient manner within the parameters of its functions as set out in this Terms of Reference.
25. Consumer Representatives and Industry Representatives have a commitment to work in the best interests of the Advisory Committee and are expected to make every effort to attend all Advisory Committee meetings and devote sufficient time to become familiar with the affairs of the Advisory Committee.
26. Consumer Representatives and Industry Representatives will:
- be diligent, prepared and participate
  - be respectful, loyal and supportive
  - not harm the image of the Advisory Committee, Utilities Disputes or the Utilities Disputes Board
  - report any actual or perceived conflicts of interest to the Advisory Committee Chair.
27. The Advisory Committee as a whole will:
- ensure that the independent views of its members are given due consideration
  - ensure fair and full participation of its members
  - review its own performance.

**Meetings**

***Meeting processes***

28. The Advisory Committee meets four times a year in Wellington and may be attended in person or virtually. Meetings generally last one to two hours. There may also be the occasional special meeting requested by the Utilities Disputes Board.
29. Quorum will be met when two Consumer Representatives, two Industry Representatives, and the Advisory Committee Chair are in attendance.

30. In order for a motion to pass it must have the support of four or more of the six Advisory Committee Members. For clarity, the Advisory Committee Chair is not entitled to vote on any matter.

### **Confidentiality**

31. Advisory Committee Members must observe the following duties in relation to Committee information. These provisions ensure that the Utilities Disputes Board maintains control over the appropriate release of information put forward to and requested of the Advisory Committee.

### ***General meeting discussions***

32. Key discussion points in meetings are recorded in minutes by a Utilities Disputes staff member. This will include Consumer Representative's and Industry Representative's views when agreement is not unanimous.
33. Advisory Committee Members must ensure the confidentiality of Advisory Committee business is maintained. Advisory Committee Members must be clear about what matters are permitted to be discussed outside of the Advisory Committee, such direction will come from the Utilities Disputes Board. In absence of any direction, Advisory Committee Members shall not discuss any Advisory Committee Business outside of the Advisory Committee and Utilities Disputes Board.
34. For clarity, nothing shall prevent the Utilities Disputes Board directing Utilities Disputes staff assisting the Advisory Committee.
35. Advisory Committee meetings, including agenda material and draft minutes, are confidential. Advisory Committee members must ensure that Committee documents are kept secure. Only the Utilities Disputes Board may grant the release of material.
36. For clarity, Advisory Committee Members may communicate meeting discussions with any Advisory Committee Member who was not present during the meeting.