



UK METERING FORUM

CONSTITUTION

**APPROVED 2.0
SEPTEMBER 2023**

CONSTITUTION

1 FORM OF THE FORUM

The UK Metering Forum (the “Forum”) is an unincorporated association.

2 DEFINITIONS

WORDS	MEANINGS
“Act”	means the Competition Act 1998 and any subsequent amendments;
“Consultant”	means a person or persons engaged by the Forum to undertake Forum business;
“Financial Year”	Means the 12-month period commencing 1 st April in each calendar year;
“Formal Work Programme”	means the programme of activity as agreed and specified by the Forum from time to time;
“MAP”	means the provider of Metering Assets for a registrable Measurement Point;
“MEM”	as defined in the Retail Energy Code;
“Member(s)”	means all those companies belonging to the UK Metering Forum in accordance with Clause 4.1a and Clause 4.1b.

3. PURPOSE

The purpose of the Forum is to:

- 3.1 provide opportunities for the discussion of matters relating to metering to the extent that those matters are of common interest to its Members, with a view to the representation and pursuit of their interests in such a way as may be agreed by the Members from time to time in a formal work programme;
- 3.2 nominate representatives including the Consultant to represent the Members’ interests on any bodies identified as relevant to the purposes as above;
- 3.3 provide opportunities for the exchange of information (to the extent that such exchange of information is not an infringement of the Act), acquired as a result of the activities outlined above or acquired by other means which is deemed to be of value to the Members in that it relates to technical, operational or regulatory issues impacting on their metering businesses;
- 3.4 promote or sponsor meetings, seminars, publications or such other activities as the Members may from time to time agree in the Formal Work Programme.

4 MEMBERSHIP OF THE FORUM

- 4.1a Subject to Clause 4.4, any company which has conditions relating to metering assets in its Licence (i.e. an Electricity or Gas Supplier) or is engaged in commercial activities

regarding the installation of metering assets (i.e. an electricity or gas MEM) or is responsible for the provision of metering assets (i.e. a MAP) is eligible to be a Full Member.

- 4.1b Subject to Clause 4.4, any company which provides services closely associated with the metering industry, or any other criteria deemed acceptable by majority Full Member vote, is eligible to be an Affiliated Member. Acceptance of members to this category will be on a case-by-case basis following majority Full Member vote. The Chairperson shall have the casting vote in the case of Full Member vote parity. Examples of Affiliate Member eligible criteria can be found in Appendix 1.

Note: Companies that comprise the requirements of Clause 4.1a cannot apply for Affiliated Membership.

- 4.2 Notwithstanding Clause 14, membership of the Forum by a Member shall terminate if that Member:

- (1) ceases to be eligible for membership of the Forum;
- (2) breaches any term of this Constitution and, in the case of a breach capable of remedy, fails to remedy the breach within a reasonable period following notice of the breach;
- (3) fails to make any payment due pursuant to this Constitution or the arrangements for establishing or maintaining the Forum; or
- (4) becomes bankrupt or enters into liquidation or has a trustee, receiver or administrator appointed in respect of all or any part of its business or otherwise ceases to carry on business.

- 4.3 Each Full Member party is entitled to appoint up to two representatives to attend Forum meetings. Each Affiliate Member party may appoint one representative to attend Forum meetings.

- 4.4 A company shall not be admitted as a Member unless and until it has accepted the services agreement to the Forum and shall only continue as a Member for so long as it continues to accept the agreement.

5 INVITEES AND VISITORS

Any individual may attend a Forum meeting by invitation of the Chairperson or with the approval of Forum Members.

6 MEETINGS

- 6.1 The Forum will meet at least four times a year in each Financial Year unless the Forum otherwise agrees.
- 6.2 Other meetings may be arranged with the agreement of the Members.
- 6.3 Notice of the business to be conducted shall be given to Members not less than fourteen days prior to the date of the meeting. Failure to receive notice properly given shall not invalidate the consideration of the business to which the notice relates.

- 6.4 Each Full Member has one vote at a Forum meeting. Where a Member has two representatives, then the Member shall determine which representative may cast its vote and notify the Secretary accordingly.

Affiliate Members do not qualify for voting rights on any aspect of UKMF business.

- 6.5 Unless otherwise stated, a motion will be carried by a simple majority of those Full Members who are represented at a Forum meeting. The Chairperson will be entitled to exercise a vote as a representative. The Chairperson will have a casting vote if there is an equality of vote except where the Forum is voting on the re-election of the Chairperson when the Chairperson will stand down if a majority is not secured.
- 6.6 Voting will be on a show of hands unless the Forum otherwise decides.
- 6.7 For a vote to be quorate at least 60% of the Full Members must have a representative present at that meeting.
- 6.8 If a Full Member does not have a representative in attendance, a written proxy vote may be lodged by that Member with the Secretary at least two working days prior to the meeting.
- 6.9 The agenda of the meeting shall be split to allow an appropriate point for the affiliate members to join. See Appendix 2 for a sample agenda.
- 6.10 Affiliate members are not able to suggest work for the consultant, unless it is agreed appropriate by the Chairperson.

7 POWERS OF FORUM MEETINGS

- 7.1 Full members of the Forum shall have the power to decide all or any of the following:
- 7.1.1 to appointment the Chairperson;
 - 7.1.2 to approve the work programme and (consequently) the budget forecast for the succeeding financial year;
 - 7.1.3 to approve any change to the Forum's Constitution based on a majority of not less the 75% of the votes eligible to be cast by the Members of the Forum on the date the vote is taken;
 - 7.1.4 to approve any variation to the secretarial and administrative duties of the Secretary and to approve or endorse any expenditure which is not included in, or is in excess of, any amount in the budget approved by the Forum.
- 7.2 Any motion to amend the Forum's Constitution must be submitted in writing to the Secretary not less than 14 days prior to the Forum meeting at which the proposal is to be considered.

8 CHAIRPERSON

- 8.1 A Chairperson for the Forum will be appointed at a Forum meeting for a term of one year from amongst its Full Members.

- 8.2 The Chairperson will (unless unavailable) chair meetings of the Forum or, with the agreement of a majority of Full Members, a third party may be appointed to chair meetings.
- 8.3 Any representative of a Full Member party may be nominated for the position of Chairperson. Nominations must be received by the Secretary not less than 28 days before the date fixed for the Forum meeting at which the position of Chairperson will be voted upon and shall be supported by at least one other Full Member other than the nominee.
- 8.4 The Secretary will forward the details of the nominations to the Full Members not less than 14 days prior to the Forum meeting.
- 8.5 If no nominations are received and the Chairperson is willing to remain in office then the Chairperson shall be reappointed.

9 THE CONSULTANT

- 9.1 The Full Members may appoint or arrange for the appointment of a Consultant on the recommendation of the Forum to act as the Forum's representative on such bodies as they may from time to time decide.
- 9.2 Subject to any requirements made by the Full Members the terms and conditions of the appointment, including fees and expenses, shall be determined by the Forum.
- 9.3 Any proposal to dismiss the Consultant shall be determined by a Forum Meeting.
- 9.4 Any complaint against the Consultant shall be submitted in writing to the Secretary of the Forum.

10 CONSULTANT RESPONSIBILITIES

- 10.1 The Consultant will represent the Forum on all committees and at all meetings as directed by the Forum. The Consultant will act at all times in the Members' collective best interests.
- 10.2 The Consultant will liaise with the Chairperson and the Members as appropriate.
- 10.3 The Consultant will prepare and send a report of any meeting, which he has attended on behalf of the Forum to all the Members within two working days.
- 10.4 The Consultant will provide full briefings to the Forum.
- 10.5 The Consultant will keep the issues affecting the Members under review generally.
- 10.6 The Consultant will seek the advice of all the Members on any issue of particular significance to them.

11 THE SECRETARY

The Secretary shall carry out duties as specified in the supply of services to the Forum which includes secretarial, financial and administrative duties, the contractual

arrangements for the appointment of the Consultant, and other work as agreed from time to time in the work programme.

12 WORKING GROUPS

The Forum shall have the right to co-opt Members on an ad hoc basis for any purpose and to set up any ad hoc working groups or task forces which it sees fit and which will report to it. Any material cost incurred as a result shall be endorsed by the Full Members.

13 FEES

- 13.1 The Forum will be run as a non-profit making organisation. Monies will be transferred from year to year and the fees set in any year to reflect any under or over expenditure in a previous year.
- 13.2 Full Members will pay the fees to the Forum according to the criteria agreed by the Members in a General Meeting from time to time.
- 13.3 Affiliate Members will pay the fees to the Forum according to the criteria agreed by Full Members in a General Meeting from time to time. These fees will equate to a proportion of that of a Full Member fee.

14 TERMINATION

- 14.1 Any Member may terminate its membership on 31 March in any year by giving not less than 6 months notice in writing to the Secretary.
- 14.2 A Member which terminates its membership of the Forum shall not be entitled to any rebate of fees or other payments which it has made to the Forum prior to the date on which its notice of termination takes effect and the Member shall continue to pay and be liable to pay its share of any expenditure incurred by or on behalf of the Forum during the period in which it was a Member.
- 14.3 Termination of membership by a Member will not affect any accrued right, remedy, obligation or liability of that Member which subsists as at the date of termination of its membership.

Appendix 1 – Eligible Criteria Examples

- Asset end of life processors
- Battery take-back service providers / agents
- Reverse Logistic providers
- Accredited In Service Testing facilities
- Industry group / body that represents a collection of industry parties, for example metering product manufacturers

Appendix 2 – Sample Agenda for Membership Categories

	Full	Affiliate
1. Welcome and introductions	✓	✓
2. Competition law compliance	✓	✓
3. Approval of previous meeting minutes	✓	
4. Outstanding actions	✓	✓ *
5. Finance report	✓	
6. Consultant report	✓	✓ *
7. In-Service Testing (IST)	✓	✓ *
8. Standards	✓	
9. Installed but not commissioned meters	✓	
10. SMETS2 meter triage (industry developments)	✓	✓
11. Future of dumb prepayment	✓	
12. Product Faults	✓	✓ *
13. AOB	✓	✓

*Where topics are appropriate and relate to parts of the meeting that the affiliate is party to.

Relevant sections of the agenda, such as Welcome introductions and Competition law, will be repeated when the Affiliates join the meeting.

Note: The intention for the ordering of Forum sessions, either in person or remote meetings, is to arrange the agenda in such a way so as to have Full Members at Forum session commencement and Affiliate members join when items such as finance, items that require Full Member voting (and agenda items that are not pertinent to the Affiliate Member category) have been completed.