



# ISP Consumer Panel Member Interests Protocol

Policy and Guidelines

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<b>Prepared by</b>	Andrew Sandham
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**Approved for distribution and use by:**

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<b>Approved by</b>	Daniel Westerman
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## Version Release

Version	Release date	Author	Peer review	Approved	Changes
#1	15 August 2022	Andrew Sandham	Jessica l'Anson	Daniel Westerman	

This document is owned and updated by the Government & Stakeholder Division and will be reviewed regularly.

Any queries or suggestions for improvement should be addressed to [StakeholderRelations@aemo.com.au](mailto:StakeholderRelations@aemo.com.au).

# 1 Purpose

Under the Terms of Reference, Members are required to avoid conflicts of interest or duty or business dealings or personal relationships which create an actual, potential or perceived conflict with a Member's obligations to, and the actual and perceived operation and work of, the ISP Consumer Panel.

The Terms of Reference provide further detail on a Member's obligations regarding actual, potential or perceived conflict with a Member's obligations with a Member's obligations to, and the operation and work of, the ISP Consumer Panel.

Against this background, the purpose of this Protocol is to:

- guide Members as to the practices appropriate to maintain the public perception of and confidence in the ISP Consumer Panel's integrity and conflict procedures;
- set out the responsibility and accountability of Members regarding any actual, potential or perceived conflict of interest or duty;
- provide a mechanism by which Members can declare a conflict of interest or duty with the aim of avoiding any actual, potential or perceived conflicts of interest or duty; and
- provide a mechanism by which any actual, potential or perceived conflict of interest or duty can be managed.

Section 2 of this Protocol outlines the process under which a declaration of interest must be made by a Member.

Section 3 of this Protocol outlines the manner in which actual, potential or perceived conflicts of interest or duty will be managed by the ISP Consumer Panel and the Secretary.

## 2 Declaration of interests

### 2.1 Initial disclosure

At the time of appointment as a Member, each Member must, by completing the prescribed AEMO standing declaration of interest form, notify AEMO:

- all personal or external business interests that the Member director has that could result in:
  - an actual or a potential conflict of interest or duty; or
  - a reasonable perception of a conflict of interest or duty; and
- any existing directorship or other office held by the director in another entity outside the ISP Consumer Panel.

Each Member must disclose to any other entity that he or she is a director or officer of or otherwise connected to (as an employee, contractor or adviser) that he or she is bound by confidentiality obligations regarding the operation and work of, the ISP Consumer Panel and will therefore not be able to disclose any such confidential information of the Company to the entity.

### 2.2 Ongoing disclosure

Each Member must continue to fully and frankly inform and update AEMO and the Secretary of:

- any change to the Member's personal or external business interests that could result in:

- an actual or a potential conflict of interest or duty; or
- a reasonable perception of a conflict of interest or duty; and
- any proposed appointment as a director or an officer of another entity outside the ISP Consumer Panel

## 3 Management of conflicts

### 3.1 Release of sensitive information

Relying on information that has been provided as required by Section 3, the Secretary is responsible for monitoring the subject matter of any ISP Consumer Panel agendas for potential conflicts of interest or duty for individual Members.

If the Secretary has reason to believe that an agenda item could result in an actual, potential or perceived conflict of interest or duty for a Member, the Secretary will, upon consultation with the Chair, make reasonable efforts to discuss the issue generally with that Member and inform that Member of the possibility of an actual, potential or perceived conflict of interest or duty arising before circulating background information to that Member on that subject matter. This is in order to ensure that a Member is not placed in a position of conflict of interest or duty due to the inadvertent disclosure of commercially sensitive information.

If the Secretary, after consultation with the Chair and the relevant Member, determines that the circulation of background materials containing commercially sensitive information to that Member could result in that Member having a conflict of interest or duty, those background materials will not be circulated to that Member.

If a Member, following discussions with the Chair and the Secretary, does not agree that an actual, potential and perceived conflict of interest exists, they may request the ISP Consumer Panel to consider.

If a Member identifies a conflict of interest or duty in an agenda item, the Member must:

- if the background materials have already been received by the Member, return the background materials on that item; and
- advise the Secretary that he or she is declaring a conflict of interest or duty.

### 3.2 Deliberations and voting process

If the conflict of interest or duty of the conflicted Member amounts to a 'material personal interest', the conflicted Member will be excluded from the deliberations and voting process for that matter unless the non-conflicted Members determine that the conflicted Member's interest should not disqualify the conflicted Member from the deliberations and voting process.

If the conflict of interest or duty of the conflicted Member does not amount to a 'material personal interest', the conflicted Member should exclude himself or herself from the deliberations and voting process if he or she believes that there could be a perception of conflict.

If the conflicted Member does not exclude himself or herself from the deliberations and voting process, the non-conflicted Members, with the assistance of the Secretary, must consider whether that Member should nevertheless be excluded from the deliberations and voting process for that matter.

The conflicted Member should be excluded from the deliberations and voting process unless the non-conflicted Members form the view, on reasonable grounds, that the conflicted Member's interest is immaterial or indirect and will not prevent the conflicted Member from acting impartially in relation to the matter.

Where the non-conflicted Members determine that the subject matter would affect a market participant connected with the conflicted Member, they should determine that the conflict of interest prevents the conflicted Member from participating in the deliberations and voting process for that matter.

If the subject matter applies commonly to all market participants, it will be presumed that a conflict of interest should not prevent the conflicted Member from participating in the deliberations and voting process for that matter.

The assessment of conflicts of interest or duty will always be determined by the particular circumstances. If difficulties are encountered by the ISP Consumer Panel in assessing a situation of potential conflict, the ISP Consumer Panel may request that independent legal advice be sought as to whether he or she is subject to a conflict of interest or duty in respect of a matter. The costs associated with a Member obtaining such independent legal advice will be borne by AEMO.

If a Member is excluded from the deliberation and voting process for a matter, that Member will:

- leave the meeting and the Secretary will record these facts in the minutes of the meeting;
- not participate in the discussions or make any attempt to influence the discussions or vote on the subject matter; and
- be advised of the ISP Consumer Panel's decision by the Secretary as soon as feasible after the ISP Consumer Panel's decision.

## 4 Breach

If a Member of the ISP Consumer Panel acts in a manner which, in the opinion of the ISP Consumer Panel, is prejudicial to work of the ISP Consumer Panel, the Members may by resolution suspend or expel the Member provided that the following procedure is observed:

- at least 10 Business Days before the ISP Consumer Panel meeting at which the resolution is proposed, the Member must be given notice of the meeting setting out:
  - what is alleged against the Member; and
  - the proposed resolution;
- at the ISP Consumer Panel meeting, and before the passing of the resolution, the Member must be given an opportunity of giving, orally or in writing, any explanation the Member thinks fit;
- in the case of a resolution passed by the Member's expulsion under this Section 4, the membership of the Member automatically terminates, in which case the Member ceases to be a Member.

## 5 Definitions

The following words have the following meaning when used in this xxx Policy and Guidelines.

<b>AEMO</b>	Australian Energy Market Operator Limited and includes its subsidiaries
<b>AEMO Personnel</b>	Means: <ul style="list-style-type: none"> <li>any person who is employed by AEMO under a Common Law Contract (CLC), Enterprise Agreement (EA) or Fixed Term Contract (FTC);</li> <li>any person who is employed by a third party organisation, such as a recruitment agency, and provides services to AEMO; and/or</li> <li>any contractors who perform services for AEMO.</li> </ul>
<b>Chair</b>	Means the chairperson of the ISP Consumer Panel.
<b>Consumer Panel Report</b>	Means each of the following written reports that the ISP Consumer Panel must provide to AEMO: <ul style="list-style-type: none"> <li>the Inputs, Assumptions and Scenarios Report that will be used to prepare a draft Integrated System Plan; and</li> <li>the draft Integrated System Plan,</li> </ul> (each a "Consumer Panel Report").
<b>ISP Consumer Panel</b>	Means the panel established and supported by AEMO in accordance with the National Electricity Rules, comprising of at least three members who have qualifications and experience in a field AEMO considers relevant to the assessment of the Integrated System Plan and who have experience representing consumer interests
<b>Member</b>	Means a member appointed to the ISP Consumer Panel.
<b>Protocol</b>	Means this ISP Consumer Panel Member Interests Protocol, as updated by AEMO from time to time.
<b>Secretary</b>	Means the Secretary of the ISP Consumer Panel

## 6 Related AEMO policies and procedures

Reference	Title	Location
	ISP Consumer Panel Terms of Reference	<a href="#">Link forthcoming</a>