

SCHEDULE 32

Supply Point Administration Agreement

Meter Asset Manager Arrangements

Version : 1.9

Status : Neither Mandatory nor Elective – this Schedule sets out matters to be administered by SPAA EC

Effective Date : 29 June 2018

1. Meter Asset Manager Arrangements

- 1.1 The SPAA EC shall, or shall arrange for a third party to:
 - 1.1.1 approve persons as Meter Asset Managers in accordance with this Schedule 32, including approving persons as Meter Asset Managers in relation to specified categories of meter installation;
 - 1.1.2 audit and investigate persons approved as Meter Asset Managers in accordance with this Schedule 32;
 - 1.1.3 determine whether to partially suspend, suspend or withdraw the approval of persons previously approved (or deemed to be approved) as Meter Asset Managers in accordance with this Schedule 32;
 - 1.1.4 publish a document (the "**Code of Practice for Gas Meter Asset Managers**") setting out the specified categories of meter installation for which approval may be sought, the requirements with which approved Meter Asset Managers are required to comply, and the guidelines to which Meter Asset Managers should have regard;
 - 1.1.5 act in accordance with this Schedule 32 and the Code of Practice for Gas Meter Asset Managers with respect to the approval, auditing, investigation, suspension and withdrawal of the approval of persons as Meter Asset Managers; and
 - 1.1.6 publish a list of persons who are from time to time approved (or deemed to be approved) as Meter Asset Managers in accordance with this Schedule 32, detailing the specified categories of meter installation in relation to which the person is approved.
- 1.2 The SPAA EC shall be entitled to either perform, or arrange for a third party to perform, the roles of MAMCoP Registration Agent and Scheme Adjudicator (as those roles are further described in this Schedule 32).
- 1.3 Persons (or classes or descriptions of persons) previously approved by the Authority pursuant to the scheme for meter asset manager approval that was administered on behalf of the Authority until 27 August 2012 shall be deemed to have been approved as Meter Asset Managers in accordance with this Schedule 32.

2. MAMCoP Change Process

- 2.1 Each Meter Asset Manager, approved in accordance with this Schedule 32, shall appoint a person to co-ordinate all communications from and to such Meter Asset Manager relating to change control of the Code of Practice for Gas Meter Asset Managers (a "**MAMCoP Change Administrator**") and will notify the Change Control Administrator of the identity of such MAMCoP Change Administrator from time to time. A MAMCoP Change Administrator shall be authorised to carry out all acts or obligations of the Meter Asset Manager that appointed it in relation to the MAMCoP Change Process pursuant to this Schedule 32.
- 2.2 Any approved Meter Asset Manager shall be entitled to propose amendments to the Code of Practice for Gas Meter Asset Managers by means of raising a MAMCoP Change Proposal / Draft MAMCoP Change Proposal. This shall be by notice in writing to the Change Control Administrator in a form agreed by the SPAA EC from time to time (a "**MAMCoP Change Proposal**").
- 2.3 The Change Control Administrator will validate the MAMCoP Change Proposal / Draft MAMCoP Change Proposal and may reject it if it considers that the MAMCoP Change Proposal:

- 2.3.1 is not sufficiently specific;
 - 2.3.2 is not authorised or properly authorised;
 - 2.3.3 is ambiguous or incomplete; and/or
 - 2.3.4 is not materially different from a MAMCoP Change Proposal that has already been submitted to it and not yet voted upon pursuant to this Schedule 32.
- 2.4 When rejecting a MAMCoP Change Proposal / Draft MAMCoP Change Proposal, the Change Control Administrator may recommend that an amendment is made to the proposal and/or that additional information should be provided.
- 2.5 The SPAA EC shall set out the MAMCoP Change Voting Dates each year and shall notify all approved Meter Asset Managers of such dates. The SPAA EC may change the MAMCoP Change Voting Dates from time to time and if it does so shall inform all approved Meter Asset Managers of such changed dates.
- 2.6 The Change Control Administrator shall, no later than 18 Working Days before the MAMCoP Change Voting Date, publish each valid MAMCoP Change Proposal(s) / Draft MAMCoP Change Proposal(s) on the SPAA website and shall send these proposals to each approved Meter Asset Manager, the SPAA EC and the Authority. The Change Control Administrator shall invite each Meter Asset Manager to consider each MAMCoP Change Proposal / Draft MAMCoP Change Proposal to identify the technical, business, operational and/or implementation impacts of the MAMCoP Change Proposal(s) / Draft MAMCoP Change Proposal(s) upon their organisation.
- 2.7 Each Meter Asset Manager that considers it is interested in, or impacted by, a MAMCoP Change Proposal / Draft MAMCoP Change Proposal shall, by no later than 8 Working Days before the MAMCoP Change Voting Date, submit to the Change Control Administrator an indication of its vote as to whether a MAMCoP Change Proposal(s) / Draft MAMCoP Change Proposals should be approved or not, together with any comments that it may have. Comments and voting indications should be submitted, by email, on the applicable form(s) issued by the SPAA EC from time to time.
- 2.8 By no later than 5 Working Days before the MAMCoP Change Voting Date, the Change Control Administrator shall issue to each approved Meter Asset Manager, the SPAA EC, and the Authority, and shall publish on the SPAA website, a document containing all the comments and voting indications received (broken down by submitting organisation) for each MAMCoP Change Proposal / Draft MAMCoP Change Proposal submitted.
- 2.9 By no later than 24 hours before the MAMCoP Change Voting Date, each Meter Asset Manager that is interested in, or impacted by, a MAMCoP Change Proposal / Draft MAMCoP Change Proposal shall confirm their attendance at the MAMCoP Board, or where they cannot attend this meeting in person shall submit their proxy vote, on the applicable form as issued by the SPAA EC from time to time, to the Change Control Administrator.
- 2.10 The MAMCoP Board (which may be held by teleconference) shall meet on the MAMCoP Change Voting Date to consider all comments made on the MAMCoP Change Proposal(s). If all approved Meter Asset Managers at the meeting agree, and if the proposer of the MAMCoP Change Proposal or their appointed representative is present at the MAMCoP Board meeting in person, then a change proposal under consideration can be modified to take account of comments raised during the impact assessment process. Where a MAMCoP Change Proposal is modified at the meeting, the proposer of the original MAMCoP Change Proposal shall redraft the MAMCoP Change Proposal and submit the revised version to the Change Control Administrator no later than 4 Working Days after the MAMCoP Change Voting Date. Draft

MAMCoP Change Proposals may be discussed by the MAMCoP Board at the proposer's request but no formal vote shall be taken.

- 2.11 After each MAMCoP Change Proposal has been considered a vote shall be taken to determine whether a MAMCoP Change Proposal (or modified MAMCoP Change Proposal where applicable) should be accepted or rejected. Each Meter Asset Manager approved under this Schedule 32 shall be entitled to one vote. Following a vote being taken, the Change Control Administrator shall determine from the votes cast whether a MAMCoP Change Proposal should be accepted or rejected.
- 2.12 A MAMCoP Change Proposal shall be accepted where:
 - 2.12.1 votes are cast by 40% of eligible Meter Asset Managers; and
 - 2.12.2 of the votes cast 70% accept the MAMCoP Change Proposal.
- 2.13 Within 5 Working Days of the MAMCoP Change Voting Date the Change Control Administrator shall issue to approved Meter Asset Managers, the SPAA EC and the Authority, and shall publish on the SPAA website:
 - 2.13.1 the minutes of the MAMCoP Board
 - 2.13.2 any modified MAMCoP Change Proposals as agreed at the MAMCoP Board
 - 2.13.3 a report which details the votes cast.
- 2.14 Any approved Meter Asset Manager may, within 10 Working Days of receipt of the notification of the voting outcome of the MAMCoP Change Request, appeal the acceptance or rejection of the MAMCoP Change Request to the SPAA EC.
- 2.15 An appeal shall be made by notice in writing to the Secretary in a form agreed by the SPAA EC from time to time (a "**MAMCoP Change Appeal**").
- 2.16 Any MAMCoP Change Appeal raised in such a manner shall be raised at the next scheduled meeting of the SPAA EC providing it is received by the Secretary no later than 5 Working Days in advance of the Scheduled meeting date. In the event that it is received after that date it will be raised at the following scheduled meeting of the SPAA EC.
- 2.17 The SPAA EC will consider the MAMCoP Appeal and the SPAA EC Chairman shall propose a resolution to the SPAA EC to accept the MAMCoP Change Appeal. The SPAA EC shall vote on such resolution and the Secretary shall publish the outcome of the vote in the minutes of the SPAA EC.
- 2.18 Where an approved Meter Asset Manager believes that the resolution of the SPAA EC to either accept or reject the MAMCoP Change Appeal will, or is likely to, prejudice unfairly their interests they may appeal the decision to the Authority. Appeals to the Authority must be made within 15 Working Days of the Secretary publishing the minutes of the SPAA EC, and at the same time notice of the appeal shall be sent to the SPAA EC.
- 2.19 Pending determination of any appeal to the Authority of an SPAA EC resolution, the SPAA EC shall take no steps to update the Code of Practice for Meter Asset Managers.
- 2.20 When a MAMCoP Change Proposal has been approved the Change Control Administrator shall notify approved Meter Asset Managers and publish on the SPAA website the date on which the MAMCoP Change Proposal shall be implemented.
- 2.21 The SPAA EC shall ensure that an up-to-date copy of the Code of Practice for Gas Meter Asset

Managers is published on the SPAA website from time to time.

3. Approval of Meter Asset Managers

- 3.1 Any person (an "**Applicant**") may apply, via the Secretariat, to be approved as a Meter Asset Manager. Any application shall be made in writing in the form approved by the SPAA EC from time to time (the "**MAMCoP Application Form**") and shall specify the category/categories of meter installation for which approval is sought. The specified categories of meter installation for which approval may be sought shall be detailed in the Code of Practice for Gas Meter Asset Managers.

Initial Assessment

- 3.2 Following receipt of a completed MAMCoP Application Form and audit questionnaire (the "**MAMCoP Audit Questionnaire**"), the Secretariat shall assess the information and documents provided for completeness. The Secretariat shall invite the Applicant to provide any missing information or document.
- 3.3 Following receipt all information and documents required to be provided as part of the MAMCoP Audit Questionnaire, the Secretariat shall provide the completed MAMCoP Audit Questionnaire, including all relevant documents, to the MAMCoP Registration Agent and instruct it to carry out an assessment of whether the Applicant should be approved as a Meter Asset Manager (an "**Initial Assessment**"). The Secretariat shall inform the SPAA EC that an Applicant is undergoing an Initial Assessment.
- 3.4 As part of the Initial Assessment, the MAMCoP Registration Agent must carry out a site visit within 20 Working Days of it having received the Applicant's completed MAMCoP Audit Questionnaire (or such longer period as is determined by the SPAA EC). The MAMCoP Registration Agent shall use reasonable endeavours to complete the Initial Assessment as soon as reasonably practicable. Following the initial site visit, the MAMCoP Registration Agent may determine that further site visits are required as part of the Initial Assessment.
- 3.5 The MAMCoP Registration Agent shall take reasonable steps to agree the timing and date of any site visit with the Applicant. Once a time and date has been selected, the MAMCoP Registration Agent shall notify the Applicant.
- 3.6 In carrying out an Initial Assessment, the MAMCoP Registration Agent shall consider whether the Applicant can demonstrate that it is capable of complying with all applicable requirements (including having regard to all applicable guidelines) in the Code of Practice for Gas Meter Asset Managers, on an on-going basis. In carrying out any Initial Assessment, the MAMCoP Registration Agent shall in particular consider whether the Applicant can demonstrate that:
- 3.6.1 the Applicant engages individuals with sufficient competence and an appropriate level of training;
 - 3.6.2 the Applicant has established and is maintaining appropriate processes and procedures(including processes regarding compliance by individuals with policies and procedures);
 - 3.6.3 the Applicant has access to appropriate tools and equipment; and
 - 3.6.4 the Applicant has established and is maintaining interfaces with all stakeholders (including GTs and consumers);

to enable it to comply with all applicable requirements in (and have regard to all applicable guidelines in) the Code of Practice for Gas Meter Asset Managers.

- 3.7 Where the MAMCoP Registration Agent is carrying out an Initial Assessment the Applicant shall:
- 3.7.1 make such reasonable provision for facilities and activities to be made available to the MAMCoP Registration Agent during any site visit as is requested by the MAMCoP Registration Agent for the purpose of the Initial Assessment; and
 - 3.7.2 respond to any requests for information which the MAMCoP Registration Agent makes for the purpose of the Initial Assessment.

Determination on approval

- 3.8 Within 10 Working Days of the completion of an Initial Assessment, the MAMCoP Registration Agent shall provide a report (an "**Initial Assessment Report**") to the Applicant and to the Secretariat, detailing whether the MAMCoP Registration Agent considers that the Applicant has demonstrated that it is capable of complying with all applicable requirements (including having regard to all applicable guidelines) in the Code of Practice for Gas Meter Asset Managers, on an on-going basis.
- 3.9 The Applicant shall have 10 Working Days to provide any comments or responses to the MAMCoP Registration Agent in relation to the Initial Assessment Report. Within 10 Working Days from the end of the Applicant's period for response, the MAMCoP Registration Agent shall provide a final updated version of the report (an "**Assessment Report**") to the Applicant and the Secretariat. The Assessment Report shall state whether the MAMCoP Registration Agent approves the Meter Installer for each of the categories of meter installation for which approval was sought. The Assessment Report shall set out reasons for any decision not to approve the Applicant.
- 3.10 Where the MAMCoP Registration Agent considers that the Applicant has demonstrated it is capable of ongoing compliance with the code of practice in respect of one or more categories of meter installation, the MAMCoP Registration Agent will approve the Applicant in respect of those categories of meter installation; provided that, in particular the MAMCoP Registration Agent will not approve the Applicant where the MAMCoP Registration Agent considers that:
- 3.10.1 the Applicant has made false claims in its application for approval;
 - 3.10.2 the Applicant has made false claims during an Initial Assessment or in relation to action which it has taken following a site visit;
 - 3.10.3 the Applicant has failed to develop a satisfactory remedial plan to address any areas identified during the Initial Assessment in which the Applicant would be failing to comply with the Code of Practice for Gas Meter Asset Managers if currently approved;
 - 3.10.4 the Applicant cannot maintain safe working practices;
 - 3.10.5 the Applicant is bankrupt or insolvent; or
 - 3.10.6 the Applicant has made false claims in relation to the extent of its Meter Asset Manager approval or has otherwise carried out work for which it is not approved.

Appeals

- 3.11 Within 15 Working Days after receipt of the Assessment Report, the Applicant may appeal any decision of the MAMCoP Registration Agent not to approve the Applicant to the Scheme Adjudicator. Such an appeal shall be made by giving written notice to the Secretariat stating the grounds for the appeal.

- 3.12 Within 15 Working Days of receipt of any decision by the Scheme Adjudicator not to approve the Applicant, the Applicant may appeal the determination to the Authority. Such an appeal shall be made by giving written notice to the Authority (and to the Secretariat) of the grounds of the appeal.
- 3.13 On appeal, the Authority may make any decision which would be open to the SPAA EC to make in accordance with this Schedule 32.

Time Periods

- 3.14 Each Applicant's application for approval pursuant to this Schedule shall be progressed on the basis that the Assessment Report must be issued to the Applicant within 6 months after the date of the Applicant's properly completed MAMCoP Application Form.
- 3.15 The SPAA EC may extend the time period set out in paragraph 3.14 if justified by the complexity of the application, but such period may be extended only once. The SPAA EC shall give the Applicant notice of any such extension, which notice must be served prior to the date on which such period would otherwise expire.
- 3.16 If an Assessment Report has not been issued to the Applicant within the time period specified in paragraph 3.14 (as it may have been extended in accordance with paragraph 3.15), then the Applicant shall automatically be deemed to have been approved under this Schedule for the relevant category or categories of meter installation for which approval was sought.
- 3.17 In respect of the time periods specified in this Schedule other than the time period set out in paragraph 3.14, the SPAA EC shall be entitled to determine that any such time period is to be extended or shortened where reasonably necessary in the circumstances

4. Audit of Meter Asset Managers

- 4.1 Where a Meter Asset Manager has been approved in accordance with this Schedule 32, the Meter Asset Manager shall be subject to periodic audits of its compliance with the applicable requirements (including having regard to all applicable guidelines) in the Code of Practice for Gas Meter Asset Managers.
- 4.2 The MAMCoP Registration Agent shall audit a Meter Asset Manager's compliance by means of:
- 4.2.1 audits (which will comprise of at least one site visit) during which the MAMCoP Registration Agent reviews the Meter Asset Manager's compliance with specified requirements in the Code of Practice for Gas Meter Asset Managers, using the Meter Asset Manager's most recently completed MAMCoP Audit Questionnaire to determine specific areas of focus ("**Surveillance Visits**"); and
- 4.2.2 audits (which will comprise of not less than two days of assessment) during which the MAMCoP Registration Agent reviews the Meter Asset Manager's compliance with all requirements (including all applicable guidelines) in the Code of Practice for Gas Meter Asset Managers ("**Reassessments**"), which shall include a review of the Meter Asset Manager's most recently completed MAMCoP Audit Questionnaire and a review of the Meter Asset Manager's compliance with its own policies and procedures.
- 4.3 The Meter Asset Manager shall keep its completed MAMCoP Audit Questionnaire provided in line with Clause 3.2, up to date and shall promptly on request provide its up-to-date MAMCoP Audit Questionnaire, including all relevant documents, to the MAMCoP Registration Agent and the Secretariat.

Schedule of Surveillance Visits and Reassessment

- 4.4 The MAMCoP Registration Agent will audit a Meter Asset Manager's compliance in accordance with an initial 36-month surveillance programme, where:
- 4.4.1 the Meter Asset Manager will be subject to at least one Surveillance Visit in each 12-month period commencing on the date on which the Meter Asset Manager was first approved (or, as the case may be, the anniversary of that date);
 - 4.4.2 over the 36-month period after the date on which the Meter Asset Manager was first approved, Surveillance Visits will review the Meter Asset Manager's compliance with all requirements (including all applicable guidelines) in the Code of Practice for Gas Meter Asset Managers; and
 - 4.4.3 the Meter Asset Manager will first be subject to Reassessment not less than 33 months after, and not more than 36 months after, the date on which the Meter Asset Manager was first approved.
- 4.5 Following the initial 36-month surveillance programme in respect of a Meter Asset Manager, the MAMCoP Registration Agent will audit the Meter Asset Manager's compliance in accordance with further consecutive 36-month surveillance programmes. The MAMCoP Registration Agent shall undertake such further surveillance programmes in accordance with paragraph 4.4, but replacing the date of approval with the date of commencement of the further surveillance programme.
- 4.6 Where a Meter Asset Manager has been approved in accordance with this Schedule 32, the MAMCoP Registration Agent will notify the Meter Asset Manager of the schedule of the target dates for Surveillance Visits and Reassessment within a month after the Meter Asset Manager's approval. The MAMCoP Registration Agent will thereafter notify the Meter Asset Manager of the updated schedule during the first month of each calendar year.
- 4.7 The MAMCoP Registration Agent and the Meter Asset Manager shall ensure that any Surveillance Visit or Reassessment takes place not more than one month prior to or after the target date set out on the latest schedule which has been notified to the Meter Asset Manager by the MAMCoP Registration Agent.

Carrying out of Surveillance Visits and Reassessment

- 4.8 Where the MAMCoP Registration Agent is carrying out a Surveillance Visit or Reassessment, the Meter Asset Manager shall:
- 4.8.1 make such reasonable provision for facilities and activities to be made available to the MAMCoP Registration Agent during any site visit as is requested by the MAMCoP Registration Agent for the purpose of the Surveillance Visit or Reassessment; and
 - 4.8.2 respond to any requests for information which the MAMCoP Registration Agent makes for the purpose of the Surveillance Visit or Reassessment.
- 4.9 At the request of the MAMCoP Registration Agent, the Meter Asset Manager shall make available the engineer or manager who is at that time appointed to lead its review of competency during a site visit.

Audit Report

- 4.10 Where the MAMCoP Registration Agent has carried out a Surveillance Visit or Reassessment in respect of a Meter Asset Manager, it shall provide an initial report (an "**Initial Audit**

Report") to the Meter Asset Manager on the outcome of the Surveillance Visit or Reassessment within 10 Working Days. The report shall include:

- 4.10.1 details of any non-compliance which the MAMCoP Registration Agent determines to have taken place (whether or not ongoing), and whether any such non-compliance is a major or a minor non-compliance;
 - 4.10.2 details of any Remedial Action which the MAMCoP Registration Agent requires the Meter Asset Manager to take, and the time period specified by the MAMCoP Registration Agent in which Remedial Action needs to be taken; and
 - 4.10.3 details of any observations which the MAMCoP Registration Agent has which relate to areas where the Meter Asset Manager could make improvements to ensure that its compliance is in accordance with best practice and areas where further audit is required on a future Surveillance Visit or Reassessment (in particular where the MAMCoP Registration Agent considers that there is a risk of non-compliance or future non-compliance).
- 4.11 Within 15 Working Days after receiving the Initial Audit Report, or such longer period as the MAMCoP Registration Agent may specify, the Applicant may respond to the Initial Audit Report.
 - 4.12 Within 10 Working Days from the end of the period during which the Meter Asset Manager may respond to the Initial Audit Report, the MAMCoP Registration Agent shall provide a final report (an "**Audit Report**") to the Meter Asset Manager and to the SPAA EC.
 - 4.13 Where the MAMCoP Registration Agent considers that any non-compliance identified should lead to (or that there has otherwise been) a MAMCoP Event of Default, it shall detail this in the Audit Report and it may recommend that the Meter Asset Manager should have its approval (or its approval in respect of one or more categories of meter installation) partially suspended, suspended or withdrawn. Any Audit Report containing such a recommendation shall be sent by the Secretariat to the Scheme Adjudicator for the Scheme Adjudicator's determination in accordance with paragraph 7.
 - 4.14 The Meter Asset Manager shall acknowledge receipt of any Audit Report to the MAMCoP Registration Agent.

Additional Surveillance Visits

- 4.15 Where, following a Surveillance Visit or a Reassessment, the MAMCoP Registration Agent determines that a Meter Asset Manager is failing or has failed to comply with a provision of the Code of Practice for Meter Asset Managers, the MAMCoP Registration Agent and the Meter Asset Manager may agree for the MAMCoP Registration Agent to carry out further Surveillance Visits for the purpose of confirming what Remedial Action has been carried out, and in particular whether or not the Remedial Action in an Audit Report has been completed within the time period specified by the MAMCoP Registration Agent.

Assessment of Remedial Action

- 4.16 Where, in relation to any non-compliance, the MAMCoP Registration Agent considers that the Meter Asset Manager involved has completed the Remedial Action specified in an Audit Report, the MAMCoP Registration Agent shall notify the Meter Asset Manager and the SPAA EC (noting whether or not the Remedial Action was completed within the specified time period).
- 4.17 Where, in relation to any non-compliance identified in an Audit Report, the MAMCoP

Registration Agent considers that the Meter Asset Manager involved has failed to complete the Remedial Action in an Audit Report within the time period specified by the MAMCoP Registration Agent, the MAMCoP Registration Agent shall notify the Meter Asset Manager and the SPAA EC.

MAMCoP Registration Agent Determinations

- 4.18 The MAMCoP Registration Agent's determination (in an Audit Report or following an assessment of Remedial Action) of non-compliance by a Meter Asset Manager shall be binding, unless the Meter Asset Manager gives notice to the Secretariat that the Meter Asset Manager is appealing the determination (which notice must specify the grounds for appeal and must be given within 15 Working Days after receipt by the Meter Asset Manager of the MAMCoP Registration Agent's determination).
- 4.19 Any notice of appeal in accordance with paragraph 4.18 shall be sent by the Secretariat to the Scheme Adjudicator for the Scheme Adjudicator's determination in accordance with paragraph 7.

5. MAMCoP Investigation Process

- 5.1 Any determination of whether or not an investigation should be carried out in accordance with this Schedule 32, shall be made by the SPAA EC.
- 5.2 Where any SPAA Party, any Meter Asset Manager, any Meter Asset Provider or the Authority (a "**Reporting Party**") considers that a Meter Asset Manager (a "**Responding Party**") is failing or has failed to comply with any provision contained in the Code of Practice for Gas Meter Asset Managers, the Reporting Party may report the alleged non-compliance to the Secretariat as a matter for investigation by the MAMCoP Registration Agent.
- 5.3 The Reporting Party shall report any alleged non-compliance to the Secretariat by completing the form set out at Appendix A and submitting it to the Secretariat, along with a copy of any evidence it holds which relates to the alleged non-compliance.
- 5.4 Following receipt of a report of alleged non-compliance, the Secretariat will notify the Responding Party that it has received such a report.
- 5.5 The Secretariat will prepare a summary paper detailing the alleged non-compliance, to assist the SPAA EC in considering whether or not an investigation should be carried out.
- 5.6 The SPAA EC will consider whether or not an investigation should be carried out into the alleged non-compliance during the closed session at the next scheduled SPAA EC meeting following the alleged non-compliance being reported by the Reporting Party (unless, on advice of the Secretariat, the SPAA EC determines that the matter should be postponed until the closed session of the subsequent SPAA EC meeting).
- 5.7 Where the SPAA EC considers that the Reporting Party has not provided sufficient information for it to determine whether or not an investigation should be carried out, the Secretariat will notify the Reporting Party and the Responding Party, providing reasons for its decision. The Reporting Party may choose to subsequently resubmit its report of the alleged non-compliance in accordance with this Schedule 32.
- 5.8 Where the SPAA EC considers that the Reporting Party has provided sufficient information for the SPAA EC to determine whether or not an investigation should be carried out, it will determine that an investigation should be carried out unless it considers the allegation of non-compliance to be trivial, vexatious or without merit. If the SPAA EC determines that an investigation should not be carried out, the Secretariat will notify the Responding Party and the

Reporting Party that an investigation will not be carried out and no further action will be taken. The notification will include a summary of the SPAA EC's reasons for making such a determination.

- 5.9 Where the SPAA EC itself considers that a Meter Asset Manager (hereinafter, also a "**Responding Party**") may be failing or have failed to comply with any provision contained in the Code of Practice for Gas Meter Asset Managers and considers that it would be appropriate for an investigation to be carried out into the alleged non-compliance, it may determine that the MAMCoP Registration Agent shall carry out such an investigation.

Initiation of Investigation

- 5.10 Where the SPAA EC has determined that an investigation should be carried out into an alleged non-compliance, it will determine the scope of the investigation (on the basis of the alleged non-compliance) and determine the date by which the MAMCoP Registration Agent should complete its final report on the investigation (the "**Final Investigation Report**").
- 5.11 Where the SPAA EC has determined that an investigation should be carried out into an alleged non-compliance, the Secretariat will:
- 5.11.1 instruct the MAMCoP Registration Agent to carry out an investigation into the alleged non-compliance in accordance with the SPAA EC's determination;
 - 5.11.2 notify SPAA Parties, Meter Asset Managers (including the Responding Party) and any Reporting Party that an investigation is being initiated, providing the name of the Responding Party and the provisions of the Code of Practice for Gas Meter Asset Managers which are relevant to the investigation; and
 - 5.11.3 provide the Responding Party and any Reporting Party with a summary of the SPAA EC's reasons for making such a determination.
- 5.12 Where, following a determination that an investigation should be carried out into an alleged non-compliance, the SPAA EC determines (in accordance with this Schedule 32) that a further investigation should be carried out and in both cases the alleged non-compliance relates to the same Responding Party and the same provisions of the Code of Practice for Gas Meter Asset Managers, the SPAA EC may determine that the two investigations should be joined. If the SPAA EC determines that two investigations should be joined, it will determine the scope of the joined investigation and determine the date by which the Registration Agent should complete the Final Investigation Report in relation to the joined investigation.

Carrying out an Investigation

- 5.13 Where instructed by the Secretariat, the MAMCoP Registration Agent shall carry out an investigation into an alleged non-compliance on the basis of the scope determined by the SPAA EC.
- 5.14 If, at any point prior to the date on which the SPAA EC has determined that the MAMCoP Registration Agent should complete the Final Investigation Report in relation to the investigation, the MAMCoP Registration Agent considers that it will not be able to provide the Final Investigation Report by that date, the MAMCoP Registration Agent may request that the SPAA EC determine a later date by which it must do so. Any such request shall be made in writing to the Secretariat and shall provide reasons for the delay. Following such a request, the SPAA EC may:
- 5.14.1 determine that the MAMCoP Registration Agent should complete the Final Investigation Report by a specified later date; and/or

- 5.14.2 determine that the MAMCoP Registration Agent should provide the Secretariat with an interim report on the investigation, on such matters and by such a date as it may specify.
- 5.15 Where the SPAA EC has determined that the date by which the MAMCoP Registration Agent should complete the Final Investigation Report should be altered, the Secretariat shall notify the Responding Party.
- 5.16 The MAMCoP Registration Agent will provide a notification (the "**Initial Notification**") to the Responding Party that it has been instructed to carry out an investigation by the SPAA EC. The Initial Notification shall detail the scope of the investigation, the provisions of the Code of Practice for Gas Meter Asset Managers which are relevant to the investigation and the date by which the MAMCoP Registration Agent is requested to complete the Final Investigation Report. The Initial Notification shall also request the Responding Party to provide a response to the alleged non-compliance and may request that the Responding Party answer any initial questions which the MAMCoP Registration Agent has.
- 5.17 Within 15 Working Days of receiving the Initial Notification from the MAMCoP Registration Agent, the Responding Party shall provide a response (the "**Initial Response**") to the MAMCoP Registration Agent which shall contain the following:
- 5.17.1 a statement confirming whether or not (or the extent to which) the Responding Party acknowledges that it is failing and/or has failed to comply with any provision contained in the Code of Practice for Gas Meter Asset Managers;
- 5.17.2 where the Responding Party contests any part of the allegation of non-compliance, the reasons why the allegation is contested, along with a copy of any evidence it holds which supports its position;
- 5.17.3 answers to any initial questions asked in the Initial Notification; and
- 5.17.4 where the Responding Party considers that it has not been able to provide a complete response, the reasons for this and the date by which the Responding considers it will be able to provide a full response.
- 5.18 Where, in the Initial Response, the Responding Party does not contest any part of the alleged non-compliance, the MAMCoP Registration Agent shall conclude its investigation and prepare a draft of the Final Investigation Report in accordance with this Schedule 32.
- 5.19 Where the MAMCoP Registration Agent considers that one or more site visits are required for it to complete the investigation, the MAMCoP Registration Agent will notify the Responding Party of the timing and date of any site visit, provided that (prior to doing so) the MAMCoP Registration Agent will take reasonable steps to agree the timing and date of any site visit with the Responding Party.
- 5.20 During any site visit, the Responding Party shall provide facilities for the MAMCoP Registration Agent to carry out its inspections, including checking any test equipment and providing access to the site. The Responding Party shall also make available all relevant documentation relating to the site and shall ensure that the supervisor responsible for the site is available to meet with the MAMCoP Registration Agent during the site visit.
- 5.21 As part of any investigation, the MAMCoP Registration Agent may hold one or more meetings and/or teleconferences with the Responding Party to discuss issues relating to the investigation. The MAMCoP Registration Agent may request further information or documentation from the Responding Party (at any meeting or teleconference or in writing) and the Responding Party shall provide a complete and accurate response to any such request, within the requested timescale.

- 5.22 The MAMCoP Registration Agent may request information or documentation from any other person as part of the investigation and may consider any information or documentation received from such other person as part of the investigation (whether or not provided in response to such a request).
- 5.23 At any point during an investigation, where the MAMCoP Registration Agent identifies what it considers to be a major non-compliance, it shall immediately notify the Responding Party and the SPAA EC.

Draft Investigation Report

- 5.24 Following the completion of its investigation, the MAMCoP Registration Agent shall prepare a draft of the Final Investigation Report (the "**Draft Investigation Report**"), which shall include:
- 5.24.1 details of any major non-compliance and any minor non-compliance (defined in accordance with this Schedule 32) which the MAMCoP Registration Agent considers that it has identified during the investigation;
 - 5.24.2 details of any non-compliance which the MAMCoP Registration Agent considers that it has identified during the investigation which the Registration Agent considers to be ongoing; and
 - 5.24.3 the reasons why the Registration Agent agrees or disagrees with any allegation of non-compliance which was within the scope of the investigation it was instructed to carry out.
- 5.25 Where the MAMCoP Registration Agent considers that a non-compliance should lead to (or that there has otherwise been) a MAMCoP Event of Default, it shall detail this in the Draft Investigation Report.
- 5.26 The MAMCoP Registration Agent will issue the Draft Investigation Report to the Responding Party. Within 15 Working Days of receiving the Draft Investigation Report, or such longer period as the MAMCoP Registration Agent may specify, the Responding Party shall respond to the Draft Investigation Report. The Responding Party's response may include:
- 5.26.1 details of any non-compliance detailed in the Draft Investigation Report which the Responding Party agrees has taken place (and details of any such non-compliance which the Responding Party agrees is ongoing);
 - 5.26.2 where the Responding Party agrees that a non-compliance detailed in the Draft Investigation Report has taken place, details of any Remedial Action which it has taken to date and any Remedial Plan;
 - 5.26.3 where the Responding Party contests any non-compliance detailed in the Draft Investigation Report, the reasons why the allegation is contested, along with a copy of any evidence it holds which supports its position; and
 - 5.26.4 any other information the Responding Party considers to be relevant to the investigation, including any response to any potential MAMCoP Event of Default detailed in the Draft Investigation Report.

Final Investigation Report

- 5.27 Following the period during which the Responding Party may respond to the Draft Investigation Report, the MAMCoP Registration Agent shall prepare the Final Investigation Report, which

shall include:

- 5.27.1 the matters which the MAMCoP Registration Agent is required to include in the Draft Investigation Report (in accordance with this Schedule 32), updated following the MAMCoP Registration Agent's consideration of any response to the Draft Investigation Report;
 - 5.27.2 details of any non-compliance identified which the Responding Party agrees has taken place and details of any non-compliance identified which is contested by the Responding Party (together with reasons why it is contested);
 - 5.27.3 details of any Remedial Plan which has been provided by the Responding Party and details of Remedial Action which it states has been taken;
 - 5.27.4 where the Responding Party has provided a Remedial Plan, the MAMCoP Registration Agent's conclusion on whether or not (or the extent to which) such a Remedial Plan is likely to be effective if implemented;
 - 5.27.5 where the Responding Party has detailed Remedial Action which it has taken, the MAMCoP Registration Agent's conclusion on whether or not (or the extent to which) such Remedial Action has been effective;
 - 5.27.6 details of any further assessment which the MAMCoP Registration Agent considers should be undertaken in relation to any non-compliance which it considers has taken place; and
 - 5.27.7 the MAMCoP Registration Agent's determination of whether any non-compliance has occurred (whether or not ongoing), and whether any such non-compliance is a major or a minor non-compliance.
- 5.28 Where, following consideration of any comments provided by the Responding Party, the MAMCoP Registration Agent considers that a non-compliance should lead to (or that there has otherwise been) a MAMCoP Event of Default, it shall detail this in the Final Investigation Report, and it may recommend that the Meter Asset Manager should have its approval (or its approval in respect of one or more categories of meter installation) partially suspended, suspended or withdrawn. Any Final Investigation Report containing such a recommendation shall be sent by the Secretariat to the Scheme Adjudicator for the Scheme Adjudicator's determination in accordance with paragraph 6.
- 5.29 The Secretariat shall provide a copy of the Final Investigation Report (and associated documents) to the Responding Party and to the SPAA EC, for its information.

MAMCoP Registration Agent Determinations

- 5.30 The MAMCoP Registration Agent's determination (in a Final Investigation Report) of non-compliance by a Meter Asset Manager shall be binding, unless the Meter Asset Manager gives notice to the Secretariat that the Meter Asset Manager is appealing the determination (which notice must specify the grounds for appeal and must be given within 15 Working Days after receipt by the Meter Asset Manager of the MAMCoP Registration Agent's determination).
- 5.31 Any notice of appeal in accordance with paragraph 5.30 shall be sent by the Secretariat to the Scheme Adjudicator for the Scheme Adjudicator's determination in accordance with paragraph 6.

6. Referrals to the Scheme Adjudicator

6.1 This paragraph 6 shall apply in respect of a Meter Asset Manager (referred to in this paragraph 6 as the "**Responding Party**") where:

6.1.1 the MAMCoP Registration Agent recommends (in an Audit Report or a Final Investigation Report) that the Responding Party should have its approval (or its approval in respect of one or more categories of meter installation) partially suspended, suspended or withdrawn; or

6.1.2 where the Responding Party appeals (in accordance with paragraph 4.18 or 5.30) the MAMCoP Registration Agent's determination of non-compliance by the Responding Party.

Determination

6.2 The Secretariat will prepare a statement of the matters of compliance which the Scheme Adjudicator is to determine and a summary of the background to the matter (the "**Statement of Case**"). The Secretariat will provide the Statement of Case to the Scheme Adjudicator along with all associated documents relating to the Audit Report or Final Investigation Report (as applicable).

6.3 The Scheme Adjudicator may request any clarification on the Statement of Case from the Secretariat, and the Secretariat will update the Statement of Case to take into account any clarification which it has given.

6.4 On the instruction of the Scheme Adjudicator, the Secretariat will send the Statement of Case (where applicable, as updated) to the Responding Party for its response.

6.5 Within 10 Working Days of receiving the Statement of Case (or such longer period as is determined by the Scheme Adjudicator), the Responding Party shall respond to the Statement of Case. The Responding Party's response to the Statement of Case may include:

6.5.1 details of any non-compliance which it agrees has taken place (and details of any such non-compliance which it agrees is ongoing);

6.5.2 details of any non-compliance which it contests, the reasons for this and a copy of any evidence it holds which supports its position;

6.5.3 where it has provided a Remedial Plan, any comments it has on conclusions reached by the MAMCoP Registration Agent in relation to the effectiveness of the Remedial Plan;

6.5.4 details of any Remedial Action which it has taken, and any comments it has on the conclusions reached by the MAMCoP Registration Agent in relation to the effectiveness of the Remedial Action;

6.5.5 where the MAMCoP Registration Agent is of the opinion that a non-compliance should lead to (or that there has otherwise been) a MAMCoP Event of Default, any comments the Responding Party has on that opinion; and

6.5.6 any other information the Responding Party considers to be relevant to the matter which the Scheme Adjudicator is to determine.

6.6 The Scheme Adjudicator may decide to invite the Meter Asset Manager to attend a meeting at which it is invited to make oral representations (the "**Determination Hearing**"), provided that any Determination Hearing is held within 20 Working Days of receipt of the Responding Party's

response to the Statement of Case. At the request of the Scheme Adjudicator, the Secretariat will notify the Responding Party that it is invited to attend a Determination Hearing and will also invite any other person that the Scheme Adjudicator considers should attend to make oral representations. The Secretariat may, at the request of the Scheme Adjudicator, invite the MAMCoP Chair (or Deputy Chair) and/or the MAMCoP Registration Agent to attend in the capacity of industry experts.

- 6.7 The Responding Party shall inform the Secretariat within 3 Working Days of receipt of the notification of the Determination Hearing whether or not it will attend. The Determination Hearing will not take place if the Responding Party declines to attend.
- 6.8 Any Determination Hearing will be conducted in accordance with the Scheme Adjudicator's terms of reference approved by the SPAA EC and published on the SPAA website from time to time.
- 6.9 The Scheme Adjudicator may, whether before or after any Determination Hearing which is held, request further information or documentation from any person (including the Responding Party, the MAMCoP Registration Agent and any Reporting Party) and the person from whom information is requested shall provide a complete and accurate response to any such request, within the requested timescale.
- 6.10 Within 10 Working Days of the Determination Hearing or, where no Determination Hearing is held, within 20 Working Days of receipt of the Responding Party's response to the Statement of Case (or the expiry of the time period for the Responding Party's response), the Scheme Adjudicator shall determine whether or not the Responding Party is failing (or has failed) to comply with any provision contained in the Code of Practice for Gas Meter Asset Managers (the "**Determination**") and the Secretariat shall send a report of the Determination (the "**Determination Report**") to the Responding Party.
- 6.11 The Determination Report shall:
 - 6.11.1 summarise the background to the matter;
 - 6.11.2 summarise any representations made by the Responding Party; and
 - 6.11.3 set out the reasons for the Determination.
- 6.12 Where the Determination is that the Responding Party is failing (or has failed) to comply with any provision contained in the Code of Practice for Gas Meter Asset Managers, the Determination Report shall include:
 - 6.12.1 details of any major non-compliance and any minor non-compliance which the Scheme Adjudicator has determined;
 - 6.12.2 the Scheme Adjudicator's conclusions on the extent to which the Responding Party has taken effective Remedial Action (including whether an effective Remedial Plan has been provided);
 - 6.12.3 details of any Remedial Action which the Scheme Adjudicator instructs the Responding Party to take (including the preparation of any Remedial Plan for approval by the Scheme Adjudicator) and the date by which the Scheme Adjudicator determines that any such Remedial Action shall be completed;
 - 6.12.4 the Scheme Adjudicator's conclusions on whether or not there has been any MAMCoP Event of Default; and

- 6.12.5 where the Scheme Adjudicator concludes that there has been a MAMCoP Event of Default, whether the Reporting Party shall have its approval under this Schedule 32 (or its approval in respect of one or more categories of meter installation) partially suspended, suspended or withdrawn; and
- 6.12.6 if the Scheme Adjudicator determines that the Responding Party's approval under this Schedule 32 (or its approval in respect of one or more categories of meter installation) is to be partially suspended, suspended or withdrawn, the date from which such suspension to withdrawal is to have effect (being not less than 15 Working Days after the date of the Determination Report) and the period and effect of any such suspension.

Reporting

- 6.13 At the same time as sending a copy of the Determination Report to the Responding Party, the Secretariat shall send a copy of the Determination Report to the SPAA EC and to the MAMCoP Registration Agent. Where the Scheme Adjudicator has concluded that there has been a MAMCoP Event of Default, the Secretariat shall also send a copy of the Determination Report to the Authority.
- 6.14 Within 10 Working Days of the Determination, the Secretariat (on behalf of the SPAA EC) will provide a notification to SPAA Parties, Meter Asset Managers (including the Responding Party) and any Reporting Party on the outcome of the Determination. This notification shall specify that a Determination has taken place and shall:
- 6.14.1 include details of any major non-compliance and any minor non-compliance which has been determined or confirmation that no non-compliance has been determined;
- 6.14.2 include details of where the Scheme Adjudicator has determined that appropriate Remedial Action has been taken in relation to any non-compliance or that the Responding Party has proposed an effective Remedial Plan; and
- 6.14.3 state whether the Responding Party has been instructed to take any Remedial Action and state the date by which the Responding Party has been required to complete all Remedial Action.

Appeals

- 6.15 Within 15 Working Days of receipt of the Determination Report, the Responding Party may appeal the Determination (and/or any instruction from the Scheme Adjudicator for the Responding Party to take Remedial Action and/or any finding of a MAMCoP Event of Default and/or any determination to partially suspend, suspend or withdraw approval) to the Authority. Such an appeal shall be made by giving written notice to the Authority (and to the Secretariat) of the grounds of the appeal.
- 6.16 On appeal, the Authority may make any decision which would be open to the Scheme Adjudicator to make in accordance with this Schedule 32. In addition, the Authority may determine that the Responding Party's approval shall not be suspended or withdrawn, subject to compliance with specified conditions

Remedial Action following Determination

- 6.17 Where the Scheme Adjudicator has instructed the Responding Party to take Remedial Action, the Responding Party shall take any such Remedial Action (including the preparation of a Remedial Plan for approval by the Scheme Adjudicator) by the date specified in the Determination Report or such later date as the Scheme Adjudicator may determine.

- 6.18 At the instruction of the Scheme Adjudicator, the MAMCoP Registration Agent will:
- 6.18.1 monitor the taking of Remedial Action by the Responding Party and the Responding Party's compliance with any Remedial Plan; and
 - 6.18.2 report to the Scheme Adjudicator on the findings of its monitoring work.
- 6.19 At any time following the Investigation Determination, the Scheme Adjudicator (and, where it is undertaking monitoring work on the instruction of the Scheme Adjudicator, the MAMCoP Registration Agent) may request information or documentation from the Responding Party in relation to the taking of Remedial Action and the Responding Party shall provide a complete and accurate response to any such request within the time period requested.
- 6.20 Where the Responding Party considers that any Remedial Action which it has been instructed to take by the Scheme Adjudicator has been completed, it shall notify the Secretariat. Following any such notification, the Scheme Adjudicator may instruct the Registration Agent to consider whether or not such Remedial Action has been completed and report to the Scheme Adjudicator.
- 6.21 Where the Scheme Adjudicator is satisfied that Remedial Action has been taken, it will notify the Responding Party and the SPAA EC.
- 6.22 Where the Scheme Adjudicator is not satisfied that Remedial Action has been completed, the Scheme Adjudicator may issue an updated Determination Report concluding that a MAMCoP Event of Default has occurred (and paragraph 6.15 onwards shall apply).

Scheme Adjudicator Rules of Procedure

- 6.23 The Scheme Adjudicator shall produce (and may from time to time update) a terms of reference document (for approval and publication by the SPAA EC) setting out the Scheme Adjudicator's procedure in respect of:
- 6.23.1 the matters set out in this paragraph 6 (which must be consistent with this paragraph 6); and
 - 6.23.2 appeals referred to the Scheme Adjudicator in accordance with paragraph 3.11
- 6.24 The Scheme Adjudicator and the Applicant or the Responding Party (as the case may be) shall follow the process set out in such terms of reference.

7. Suspension or Withdrawal of Approval

- 7.1 Where the Scheme Adjudicator determines that a Responding Party is to have its approval under this Schedule 32 (or its approval in respect of one or more categories of meter installation) partially suspended, suspended or withdrawn, then, unless a notice of appeal is received by the Secretariat by the date required by paragraph 6.15, the Responding Party's approval shall be so suspended or withdrawn as described in the Determination Report.

Insolvency/bankruptcy and failure to pay charges

- 7.2 Where the SPAA EC is notified (or otherwise becomes aware) of an alleged MAMCoP Event of Default relating to the bankruptcy or insolvency of the Meter Asset Manager or the Meter Asset Manager's failure to pay charges, and (having considered the allegation during the closed session at the next scheduled SPAA EC meeting) the SPAA EC does not consider the allegation to be trivial, vexatious or without merit, then the SPAA EC shall determine whether or not a MAMCoP Event of Default has occurred.

- 7.3 Where the SPAA EC is to determine whether or not a MAMCoP Event of Default has occurred, the Secretariat will prepare a summary of the alleged MAMCoP Event of Default and the background to the matter (the "**Event of Default Statement**"). The Secretariat will provide the Event of Default Statement to the SPAA EC along with all associated documents relating to the matter.
- 7.4 The Secretariat will send the Event of Default Statement along with the all associated documents relating to the matter to the Meter Asset Manager involved for its response.
- 7.5 Within 10 Working Days of receipt of the Event of Default Statement (or such longer period as is determined by the SPAA EC), the Meter Asset Manager shall respond to the Event of Default Statement.
- 7.6 The SPAA EC may decide to invite the Meter Asset Manager to a meeting at which it is invited to make oral representations (the "**Event of Default Hearing**"), provided that any Event of Default Hearing is held within 20 Working Days of receipt of the Meter Asset Manager's response to the Event of Default Statement. At the request of the SPAA EC, the Secretariat will notify the Meter Asset Manager that it is invited to attend an Event of Default Hearing and will also invite any other persons that the SPAA EC considers should attend to make oral representations.
- 7.7 The Meter Asset Manager involved shall inform the Secretariat within 3 Working Days of receipt of the notification of the Event of Default Hearing whether or not it will attend. The Event of Default Hearing will not take place if the Meter Asset Manager declines to attend.
- 7.8 The SPAA EC may, whether before or after any Event of Default Hearing which is held, request further information or documentation from any person (including the Meter Asset Manager involved and the MAMCoP Registration Agent) and the person from whom information is requested shall provide a complete and accurate response to any such request, within the requested timescale.
- 7.9 Within 10 Working Days of the Event of Default Hearing or, where no Event of Default Hearing is held, within 20 Working Days of receipt of the Meter Asset Manager's response to the Event of Default Statement (or the expiry of the time period for the Meter Asset Manager's response):
- 7.9.1 the SPAA EC shall determine whether or not a MAMCoP Event of Default has occurred and, if it has been determined that a MAMCoP Event of Default has occurred, whether or not the Meter Asset Manager shall have its approval (or its approval in respect of one or more categories of meter installation) partially suspended, suspended or withdrawn, and (if so) with effect from what date (being not less than 15 Working Days after the date of the determination) and the period and effect of any such suspension; and
- 7.9.2 the Secretariat shall notify the Meter Asset Manager of the SPAA EC's determination and the reasons for the determination.
- 7.10 Within 15 Working Days of receipt of notice of the SPAA EC's determination under paragraph 7.9, the Meter Asset Manager may appeal the SPAA EC's determination that its approval should be partially suspended, suspended or withdrawn (as the case may be) to the Authority. Such an appeal shall be made by giving written notice to the Authority (and to the Secretariat) of the ground of the appeal.
- 7.11 On appeal, the Authority may make any decision which would be open to the SPAA EC to make in accordance with paragraph 7.9. In addition, the Authority may determine that the Meter Asset Manager's approval shall not be suspended or withdrawn, subject to compliance with specified conditions.

- 7.12 Unless a notice of appeal is received by the Secretariat by the date required by paragraph 7.10, the Meter Asset Manager's approval shall be partially suspended, suspended or withdrawn (as the case may be) as described in the SPAA EC's determination.

General provisions on Suspension and Withdrawal

- 7.13 For the purposes of this Schedule 32, a partial suspension may involve a suspension of approval in respect of any activities which are undertaken by the Meter Asset Manager in accordance with its Meter Asset Manager approval, which might include the installation of new meter installations, the removal of meters and meter installation components and/or any other activities.
- 7.14 Where a Meter Asset Manager's approval is partially suspended or suspended, the Secretariat will provide a notification via email to SPAA Parties and Meter Asset Managers, setting out the period for which the suspension shall be effective and the extent of the suspension.
- 7.15 Where a Meter Asset Manager's approval is withdrawn, the Secretariat (on behalf of the SPAA EC) will provide a notification to SPAA Parties and Meter Asset Managers.
- 7.16 Once approval has been withdrawn, re-approval will be subject to an Initial Assessment of the Meter Asset Manager by the MAMCoP Registration Agent in accordance with this Schedule 32.

8. Cost Recovery for Schedule 32 activities

Schedule of Charges

- 8.1 The SPAA EC shall approve and update from time to time a schedule of those activities provided for in this Schedule 32 to which an explicit fee shall from time to time apply and of the relevant charge to apply to each such activity (the "**Schedule of Charges**").
- 8.2 The SPAA EC shall ensure that each charge specified in the Schedule of Charges is reasonably reflective of the costs which SPAA Ltd incurs (or is likely to incur) in respect of the activity to which such charge relates.
- 8.3 Where it is reasonably practicable to do so, the SPAA EC shall specify a fixed fee for each activity specified in the Schedule of Charges. However, where it is not reasonably practicable to do so, the SPAA EC may specify a fee to apply by reference to the amount of time engaged in the relevant activity. The SPAA EC may specify different charges for activities relating to different categories of meter installation.
- 8.4 The Secretariat shall, following the request of any person, provide that person with a copy of the then current Schedule of Charges.
- 8.5 Without limiting the other activities for which a charge may be specified in the Schedule of Charges, the SPAA EC shall ensure that the Schedule of Charges contains charges for the following activities:
- 8.5.1 a charge for an Initial Assessment;
 - 8.5.2 a charge for a Surveillance Visit;
 - 8.5.3 a charge for a Reassessment;

- 8.5.4 a charge to the Responding Party for the costs of an Investigation, where the Responding Party is determined by the Scheme Adjudicator to have not complied with the Code of Practice for Gas Meter Asset Managers;
- 8.5.5 a charge to the Responding Party for the costs of a Determination, where the Responding Party is determined by the Scheme Adjudicator to have not complied with the Code of Practice for Gas Meter Asset Managers; and
- 8.5.6 a charge for site visits by the MAMCoP Registration Agent to confirm compliance with a Remedial Plan, where the Responding Party is determined by the Scheme Adjudicator to have not complied with the Remedial Plan.

Requirement to Pay Charges

- 8.6 Each Meter Asset Manager shall pay to SPAA Ltd the relevant charge set out in the Schedule of Charges for each of the relevant activities which occur (or are to occur) in relation to that Meter Asset Manager. Each such payment shall be made in accordance with the payment terms specified by SPAA Ltd.
- 8.7 This paragraph 8 is not intended to create a contract between SPAA Ltd and any Meter Asset Manager. Although no contractual relationship exists between SPAA Ltd and Meter Asset Managers, a failure by a Meter Asset Manager to pay a charge in accordance with this Paragraph 8 may result in:
 - 8.7.1 SPAA Ltd (at its discretion) charging interest and/or administration charges at the same rates as apply under Clause 8 of the Agreement;
 - 8.7.2 the relevant activity to which the charge relates not being undertaken until payment is received in full together with any applicable interest or administration charges; and/or
 - 8.7.3 a MAMCoP Event of Default arising, as described in the definition of MAMCoP Event of Default.
- 8.8 Where a charge relates to a site visit by the MAMCoP Registration Agent, and the Meter Asset Manager:
 - 8.8.1 fails to carry out activities which are scheduled to be considered as part of the site visit; or
 - 8.8.2 notifies the MAMCoP Registration Agent that a site visit can no longer take place within 5 Working Days of its scheduled date,

some or all of the charge relating to the site visit (as determined by the MAMCoP Registration Agent) shall be payable even if the site visit is not completed on the scheduled date (and a further fee shall be payable in respect of any rescheduled site visit).

Recovery of other Costs

- 8.9 The costs and expenses incurred by SPAA Ltd on behalf on the SPAA EC in relation to this Schedule 32 (including in arranging for third parties to perform the activities provided for in this Schedule 32) shall be paid for by Suppliers under and in accordance with Clause 8 of the Agreement; except to the extent that such costs and expenses are paid by Meter Asset Managers in accordance with this Paragraph 8.

9. Defined Terms

9.1 For the purposes of this Schedule 32, it shall be a "**major non-compliance**" with the Code of Practice for Gas Meter Asset Managers where:

- 9.1.1 a Meter Asset Manager has made false claims in its application for approval;
- 9.1.2 a Meter Asset Manager has failed to make facilities and activities available to the MAMCoP Registration Agent for the purposes of a site visit to be undertaken in accordance with this Schedule 32 within one month of its scheduled date;
- 9.1.3 a non-compliance relates to the making of false claims in relation to the extent of a Meter Asset Manager's approval or work carried out outside the extent of its Meter Asset Manager approval;
- 9.1.4 a non-compliance has been caused by a Meter Asset Manager's failure to have complete or compliant procedures, or a Meter Asset Manager's failure to effectively implement those procedures;
- 9.1.5 a non-compliance relates to the persons chosen to carry out work on meter installations or to the review of competency of such persons;
- 9.1.6 a non-compliance has significant safety implications;
- 9.1.7 a non-compliance leads to significant concerns in relation to the Meter Asset Manager's technical capabilities;
- 9.1.8 there have been a number of minor non-compliances in respect of requirements of the Code of Practice for Gas Meter Asset Managers in a similar area;
- 9.1.9 there have been a number of minor non-compliances which, taken together, have significant safety implications or lead to significant concerns in relation to the Meter Asset Manager's technical capabilities; or
- 9.1.10 a non-compliance relates to a provision of the Code of Practice for Gas Meter Asset Managers in relation to which a non-compliance has previously been determined by the Scheme Adjudicator (in accordance with this Schedule 32) and where the Meter Asset Manager has failed to take Remedial Action by the date the Scheme Adjudicator has instructed it to complete such Remedial Action.

9.2 For the purposes of this Schedule 32, any non-compliance with the Code of Practice for Gas Meter Asset Managers which is not a major non-compliance shall be a "**minor non-compliance**". This might include where:

- 9.2.1 a non-compliance has been caused by a limited shortfall in procedures or systems relating to document management or health and safety;
- 9.2.2 a non-compliance relates to isolated cases of failure to follow the Meter Asset Manager's documented procedures;
- 9.2.3 a non-compliance relates to isolated activities of a particular operative engaged by the Meter Asset Manager;
- 9.2.4 a non-compliance relates to isolated instances of failure to comply with requirements of the Code of Practice for Gas Meter Asset Managers relating to health and safety procedures; or

- 9.2.5 a non-compliance relates to isolated instances of failure to comply with requirements of the Code of Practice for Gas Meter Asset Managers relating to safe working practices.
- 9.3 For the purposes of this Schedule 32, it shall be a "**MAMCoP Event of Default**" where:
- 9.3.1 a Meter Asset Manager has made false claims in its application for approval which are material to the consideration of the Meter Asset Manager's integrity or false claims in relation to the extent of its Meter Asset Manager approval;
- 9.3.2 a Meter Asset Manager has carried out work outside the extent of its Meter Asset Manager approval;
- 9.3.3 in relation to any major non-compliance or any series of minor non-compliances, the Meter Asset Manager has failed to take Remedial Action by the date the Scheme Adjudicator has instructed it to complete such Remedial Action;
- 9.3.4 a Meter Asset Manager has failed to comply with any provision of the Code of Practice for Gas Meter Asset Managers and that the failure has led to the workforce or members of the public being exposed to serious risk of injury;
- 9.3.5 a Meter Asset Manager becomes bankrupt or insolvent; or
- 9.3.6 a Meter Asset Manager has failed to pay one or more charges due in accordance with Paragraph 8 in full within one month of such charges being due.
- 9.4 The other defined expressions used in this Schedule 32 are as follows:
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| Applicant | has the meaning given in Paragraph 3.1; |
| Audit Report | has the meaning given in Paragraph 4.12; |
| Determination | has the meaning given in Paragraph 6.10; |
| Determination Hearing | has the meaning given in Paragraph 6.6 |
| Determination Report | has the meaning given in Paragraph 6.10; |
| Draft Investigation Report | has the meaning given in Paragraph 5.24; |
| Draft MAMCoP Change Proposal | means a draft MAMCoP Change Proposal which is not yet ready to be subject to a formal MAMCoP Board vote; |
| Event of Default Hearing | has the meaning given in Paragraph 7.6; |
| Event of Default Statement | has the meaning given in Paragraph 7.3; |
| Final Investigation Report | has the meaning given in Paragraph 5.10; |
| Initial Assessment | has the meaning given in Paragraph 3.3; |
| Initial Assessment Report | has the meaning given in Paragraph 3.8; |
| Initial Notification | has the meaning given in Paragraph 5.16; |
| Initial Response | has the meaning given in Paragraph 5.17; |

MAMCoP Application Form	has the meaning given in Paragraph 3.1;
MAMCoP Audit Questionnaire	has the meaning given in Paragraph .2;
MAMCoP Board	means the committee of that name established by the SPAA EC to consider and vote upon MAMCoP Change Proposals;
MAMCoP Change Administrator	has the meaning given in Paragraph 2.1;
MAMCoP Change Process	means the process for amending the Code of Practice for Gas Meter Asset Managers as described in Paragraph 2;
MAMCoP Change Proposal	has the meaning given in Paragraph 2.2;
MAMCoP Change Voting Date	means those dates set or amended by SPAA EC in each Financial Year when relevant interested Meter Asset Managers may vote upon MAMCoP Change Proposals;
MAMCoP Registration Agent	means the person appointed by the SPAA EC to manage the approval, audit and investigation of Meter Asset Managers, as further described in this Schedule 32.
Reassessments	has the meaning given in Paragraph 4.2.2;
Remedial Action	means, in respect of non-compliance with the Code of Practice for Gas Meter Asset Managers, action to end the non-compliance and ensure that a similar non-compliance does not occur in the future.
Remedial Plan	means a plan for Remedial Action;
Reporting Party	has the meaning given in Paragraph 5.2;
Responding Party	has the meaning given in Paragraph 5.2 or 5.9 or 6.1 (as applicable);
Scheme Adjudicator	means the role described in paragraph 6;
Schedule of Charges	has the meaning given in Paragraph 8.1;
Statement of Case	has the meaning given in Paragraph 6.4; and
Surveillance Visits	has the meaning given in Paragraph 4.2.1.