

Annex A

# DRAFT FOR CONSULTATION: Electricity transmission licence

[Licensee name], [Licensee ACN]

As varied on [date] (with effect from [date])



# Electricity Transmission Licence

This Licence is issued pursuant to section 19 of the *Electricity Industry Act 2000*.

## Date

This Licence was last varied on [date] with effect from [date].

## Licensee

This Licence is issued to:

**[Licensee name] (Licensee ACN)** (the Licensee)

[Address]

**THE COMMON SEAL of the** )  
**ESSENTIAL SERVICES COMMISSION** )  
was affixed pursuant to the authority )  
of the Commission on [date] )

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Kate Symons

**CHAIRPERSON**

# Part A – Interpretation

## 1 Definitions

1.1 Unless the contrary intention appears, a term has the meaning shown opposite it:

<b>Act</b>	the <i>Electricity Industry Act 2000</i> .
<b>AEMO</b>	the Australian Energy Market Operator Limited (ACN 072 010 327).
<b>AER</b>	the Australian Energy Regulator.
<b>Business Day</b>	a day other than a Saturday, Sunday or a public holiday in Victoria.
<b>Change of Control</b>	occurs in relation to the Licensee if: (a) an Entity that Controls the Licensee ceases to Control the Licensee; or (b) an Entity that does not Control the Licensee starts to Control the Licensee provided that no Change of Control will be deemed to have occurred where the Ultimate Holding Company that Controls the Licensee remains the same or the Change of Control results from the acquisition or cancellation of, or dealing in, securities which are traded on a recognised financial market.
<b>Commission</b>	the Essential Services Commission established under the ESC Act.
<b>Control</b>	the same meaning given to it in section 50AA of the <i>Corporations Act 2001</i> (Cth).
<b>Code of Practice</b>	a Code of Practice applying under Part 6 of the ESC Act or relevant legislation.
<b>Entity</b>	the same meaning given to it in section 64A of the <i>Corporations Act 2001</i> (Cth).
<b>ESC Act</b>	the <i>Essential Services Commission Act 2001</i> .
<b>Licensee</b>	[Licensee Name +ABN/ACN]
<b>Licensed Activities</b>	activities undertaken by the Licensee or a Third Party in connection with the activity authorised pursuant to clause 3 of the Licence, including any activities undertaken under the Act, the National Electricity Law or the National Electricity Rules.
<b>Minister</b>	the person who is, from time to time, the Minister administering the Act.
<b>National Electricity Law</b>	the National Electricity (Victoria) Law as in force

	in Victoria under the <i>National Electricity (Victoria) Act 2005</i> .
<b>National Electricity Rules</b>	the National Electricity Rules as in force from time to time under the National Electricity Law.
<b>Review</b>	a systemic and independent process for obtaining evidence and evaluating it objectively to determine the extent to which particular criteria are fulfilled, this includes, but is not limited to, a regulatory audit undertaken in accordance with relevant guidelines issued by the Commission.
<b>Third Party</b>	a contractor, subcontractor, agent or other third party engaged by the Licensee.
<b>Transmission Assets</b>	the Transmission Assets as described in Schedule 1.
<b>Transmit</b>	in relation to electricity, to transfer electricity in bulk.
<b>Ultimate Holding Company</b>	the same meaning given to it in section 9 of the <i>Corporations Act 2001 (Cth)</i> .

1.2 In this Licence, unless the context otherwise requires:

- i. headings and footnotes are each for convenience only and do not affect the interpretation of this Licence;
- ii. words importing the singular include the plural and vice versa;
- iii. words importing a gender include any gender;
- iv. an expression importing a natural person includes any company, partnership, trust, joint venture, association, corporation or other body corporate and any governmental agency;
- v. a reference to a condition, clause, Part, or Schedule is a reference to a condition, clause, or Part of, or Schedule to, this Licence (as the case may be);
- vi. a reference to any statute including the Act and regulation, proclamation, Order in Council, ministerial order, ordinance, code, guideline, procedure or by-law includes all statutes, regulations, proclamations, Orders in Council, ministerial orders, ordinances, codes, guidelines, procedures or by-laws varying, consolidating, re-enacting, extending or replacing them and a reference to a statute includes all regulations, proclamations, Orders in Council, ministerial orders, ordinances, by-laws and determinations issued under that statute;
- vii. a reference to a document or a provision of a document includes an amendment or supplement to, or replacement or novation of, that document or that provision of that document;
- viii. a reference to a person includes that person's executors, administrators, successors, substitutes (including, without limitation, persons taking by novation) and permitted assigns;
- ix. other parts of speech and grammatical forms of a word or phrase defined in this Licence have a corresponding meaning;

- x. a period of time:
  - 1. which dates from a given day or the day of an act or event is to be calculated exclusive of that day; or
  - 2. which commences on a given day or the day of an act or event is to be calculated inclusive of that day;
- xi. an event which is required under this Licence to occur on or by a stipulated day which is not a Business Day may occur on or by the next Business Day.

## 2 Notices

2.1 A notice under this Licence is only effective if it is in writing, given in accordance with clause 2.2, and dealt with as follows:

- i. if given by the Licensee to the Commission – addressed to the Chief Executive Officer of the Commission at either the physical or email address specified below (or as otherwise notified to the Licensee by the Commission):

Essential Services Commission  
Level 8, 570 Bourke Street  
Melbourne VIC 3000  
[licences@esc.vic.gov.au](mailto:licences@esc.vic.gov.au)

- ii. if given by the Commission to the Licensee – addressed to the Chief Executive Officer of the Licensee (or such equivalent position) at either the physical or email address specified below (or as notified to the Commission by the Licensee in accordance with clause 2.5)

[Licensee's physical address]  
[email]

2.2 A notice is to be:

- i. signed by or on behalf of the person giving the notice and delivered by hand; or
- ii. signed by or on behalf of the person giving the notice and sent by pre-paid post; or
- iii. transmitted electronically by or on behalf of the person giving the notice by electronic mail.

2.3 A notice is deemed to be received:

- i. if delivered by hand – upon delivery to the relevant address;
- ii. if sent by post – upon the confirmation of delivery of the notice by the relevant delivery service, or in accordance with section 160(1) of the *Evidence Act 2008*, whichever is earlier;
- iii. if transmitted electronically – in accordance with the *Electronic Transactions (Victoria) Act 2000*.

2.4 A notice received after 5.00pm, or on a day that is not a Business Day, is deemed to be effected on the next Business Day.

2.5 The Licensee must:

- i. notify the Commission of any change to the Licensee's physical or email address for the service of notices pursuant to clause 2.1; and
- ii. specify in such notice the new physical or email address and the effective date of the change,

as soon as practicable and no less than five Business Days prior to the effective date specified in the notice.

# Part B – Licence

## 3 Grant of the Licence

- 3.1 Subject to clauses 3.2 and 3.3, in exercise of its powers under section 19 of the Act, the Commission grants the Licensee a licence to transmit electricity via the Transmission Assets on the terms and conditions set out in this Licence.
- 3.2 This Licence only permits the Licensee to transmit electricity via the Transmission Assets listed in Schedule 1.
- 3.3 The Licensee was first granted a licence to transmit electricity on [date of first licence] and the licence has been varied on the dates set out in Schedule 2.

## 4 Variation

The Commission may vary this Licence in accordance with section 29 of the Act.

## 5 Transfer

This Licence may be transferred in accordance with section 31 of the Act.

## 6 Revocation

- 6.1 For the purposes of section 29(3) of the Act, the Commission may revoke this Licence in accordance with the procedures of this clause.
- 6.2 If the Licensee notifies the Commission that it requests, or consents to, revocation of this Licence:
  - i. clauses 6.3 to 6.5 do not apply; and
  - ii. the Commission may at any time revoke this Licence by issuing a notice to the Licensee that specifies the date upon which the revocation takes effect.
- 6.3 Where the Commission proposes to revoke this Licence, the Commission will issue a notice to the Licensee, specifying:
  - i. the basis upon which the Commission proposes to revoke the Licence;
  - ii. the date upon which the revocation is proposed to take effect, such date to be no less than 20 Business Days after the date of the notice; and
  - iii. that the Licensee has the opportunity to make submissions on the matter and the time and date and manner in which those submissions must be made.
- 6.4 Prior to making a decision to revoke the Licence, the Commission must consider any submissions made by the Licensee in accordance with a notice issued under clause 6.3.
- 6.5 Where the Commission decides to revoke this Licence, the Commission will issue a notice to the Licensee specifying:

- i. the basis upon which the Commission is revoking the Licence; and
  - ii. the date upon which the revocation takes effect, being no earlier than the date specified in the notice issued under clause 6.3.
- 6.6 If the Commission issues a notice under clause 6.2(ii) or 6.5, this Licence will be revoked on the date specified in the notice.



# Part C – Licence Conditions

## 7 Status of requirements in this Part

A failure by the Licensee to meet any of the requirements set out in this Part C is a breach of a civil penalty requirement for the purpose of the ESC Act.

## 8 Payment of fees

The Licensee must pay a licence fee as determined by the Minister in accordance with the provisions of section 22 of the Act.

## 9 Change of control

9.1 The Licensee must give the Commission a notice if any event occurs, any decision by the Licensee is made, or any other circumstance exists that will or is likely to result, or has resulted, in:

- i. a Change of Control of the Licensee; or
- ii. the Licensee being under external administration within the meaning of the *Corporations Act 2001* (Cth).

9.2 The notice required under clause 9.1 must:

- i. set out particulars of the relevant event, decision or circumstance; and
- ii. be given to the Commission as soon as reasonably practicable, and in any case not later than three Business Days after the Licensee becomes aware of the event or circumstances or makes the decision.

## 10 Compliance with regulatory instruments

10.1 The Licensee must comply with any guideline issued by the Commission from time to time that is expressed as being one with which the Licensee must comply, to the extent it is applicable to any Licensed Activities.

10.2 The Licensee must have in place a system for monitoring its compliance with this Licence, any applicable Code of Practice and the Act.

10.3 The Licensee must give the Commission a notice of any potential non-compliance with this Licence, any applicable Code of Practice or the Act, that the Licensee believes has occurred, or is reasonably likely to occur.

10.4 The notice required under clause 10.3 must:

- i. set out particulars of the potential non-compliance; and
- ii. be given to the Commission as soon as reasonably practicable, and in any case not later than three Business Days after the Licensee forms a belief that the potential non-compliance has occurred or is reasonably likely to occur.

## **11 Ongoing technical capacity**

The Licensee must at all times maintain such technical capacity as is:

- i. Required to meet its obligations under this Licence, any applicable Code of Practice and the Act; and
- ii. reasonably required to undertake the Licensed Activities.

## **12 Provision of information**

- 12.1 Except where expressly provided to the contrary in a Code of Practice, the Licensee must maintain comprehensive records regarding any activities undertaken pursuant to this Licence for a period of at least seven years.
- 12.2 The Licensee must provide to the Commission, in the manner and form decided by the Commission, such information as the Commission may from time to time require.

## **13 Separate accounts**

If the Licensee holds more than one category of licence under Part 2 of the Act, the Licensee must prepare separate accounts for each part of its business in respect of which it has been granted a separate licence.

## **14 Review**

- 14.1 Subject to clause 14.2, the Licensee must, upon direction by the Commission, appoint an independent reviewer to conduct a Review of any of the following:
  - i. the Licensee's compliance with its obligations under its Licence, a Code of Practice or the Act;
  - ii. the reliability and quality of information reported by the Licensee to the Commission and the consistency of that information with the Commission's specifications; and
  - iii. any other matter as directed by the Commission.
- 14.2 The Licensee must obtain the Commission's prior approval of:
  - i. the appointment of an independent reviewer; and
  - ii. the scope, timing and methodology of a Review that the Licensee must conduct under clause 14.1.
- 14.3 The Licensee must ensure that the Commission is promptly provided with a copy of any reports produced by an independent reviewer for a Review that the Licensee must conduct under clause 14.1.

14.4 The Licensee must require any independent reviewer it appoints to comply with any guidelines issued by the Commission dealing with Reviews.

## **15 Insurance**

15.1 The Licensee must, at all times maintain:

- i. general public liability insurance covering liability arising out of the Licensed Activities; and
- ii. the financial capacity to pay any deductible and/or excess that may become payable under such insurance.

15.2 The insurance that the Licensee must maintain under this clause 15 must be adequate and appropriate given the nature of and the risks entailed in undertaking the Licensed Activities.

15.3 The Licensee must provide annually to the Commission a copy of:

- i. the insurance policy; and
- ii. a certificate of currency issued by the insurer or the insurance broker by whom the insurance was arranged.

**Note:** The conditions identified in Part C of this Licence are not an exhaustive list of a Licensee's obligations. A licensee is required to comply with additional obligations as set out in the Act and instruments made under that Act. In addition, obligations are placed on the Licensee in Codes of Practice.

# Schedule 1: Transmission Assets

Transmission Asset	Description
[Name of transmission asset]	

# Schedule 2: Variations to this licence

[Extract previous variations as set out in the existing licences]

Date	Variation
[Date]	To update the licences to reflect developments arising from the revocation of the Electricity System Code on [date].