

END-USER ADVISORY FORUM

Introduction

The End-User Advisory Forum (the **Forum**) is intended to support the work of the Australian Payments Plus (**AP+**) Board by representing the views of end-users of the BPAY, eftpos and NPP services and providing feedback and input relevant to the operation and future strategic direction of those services from an end-user perspective. The Forum will also provide AP+ with an opportunity to discuss topical issues of concern, understand and gather insight from a range of end users of AP+ payment services.

An Independent Director from the AP+ Board will serve as Chair and the Forum will publicly report on its progress on an annual basis.

Representation

The Forum is intended to have a broad and diverse cross-representation of different end-users. The Forum will decide and publish a specific topic at least eight weeks prior to the session. Invitations will be issued to at least ten representative organisations (**Representatives**) or individual Attendees. These Representatives will come from consumer organisations, small and large businesses, industry associations, charities, consulting groups, corporations, fintechs including gateway providers, and government departments. In the case of representative organisations, each may nominate up to two delegates as attendees (**Attendees**) to the Forum.

The Forum will set the criteria and scope of each session and participants will be invited to make a written submission based on the published topic.

Nomination process and term

Interested parties will be able to nominate to participate for attendance at the Forum by submitting their details and credentials, together with a summary of their submission. Nominations to participate will close four weeks prior to the published date of the event.

Attendees of the Forum will be selected from nominations received by the End-User Forum Chair in consultation with the CEO.

FORUM TERMS OF REFERENCE

Objectives

Forums will be organised on an ongoing basis by AP+, The key objectives of these Forums will be to ensure that the AP+ Board has insight and understanding of the issues and needs of End-Users. Each Forum session will be held to discuss a relevant and specific topic and provide insight into future thinking. The Forum will:

- a) identify priority areas for consideration by AP+ which could result in a better experience and outcome for all End-Users; and
- b) identify specific issues that may relate to some End-Users, for example, low income and/or vulnerable individuals; and
- c) provide feedback on priority areas, including information sharing, explanation of practices and where applicable, joint research and reports on specific issues;
- d) enable End-Users to provide input to AP+ on the context of payments and future developments; and
- e) allow AP+ to provide an overview and receive feedback on its roadmap, capability development and changes or developments to the payments system infrastructure based on the topics of each forum.

Forum Composition

The End-User Forum Chair will have the responsibility of selecting the Attendees of each Forum with participants being selected from the nominations received. No less than 20 Attendees will be in attendance of each Forum session. The Chair may invite subject matter experts as well as AP+ leaders to participate in Forum sessions.

Selection of Forum Attendees will be conducted according to the following criteria:

- a) **Independence** – with Representatives or nominated Attendees not currently, or not within the last two years having been, on the board or any advisory committee of, or employed by, or a material professional adviser, material consultant, material external legal adviser or material supplier to, AP+ or any Wholly Owned Subsidiary of it; and
- b) **Diversity** – ensuring that the overall composition of the Forum has a broad and diverse representation of End-Users whilst also ensuring a manageable number of Attendees in terms of the overall size of the Forum.

The Chair will select Representatives or individual Attendees based on content, relevance and take into account any conflicts of interest (see Conflicts of Interest).

Chair

The Board will appoint an Independent Director of AP+ as the Chair of the Forum. The Chair is appointed for a period of two years and may be re-elected for terms of two years.

The Chair is responsible for the conduct of all Forum sessions and for the approval of all agendas and minutes of the Forum sessions

Secretariat

AP+ will provide a secretariat service to the Forum and the facilities and services required to convene Forum Sessions. The Secretariat will:

- a) circulate agendas, notices and arrange and minute the key matters arising from the Forum sessions;
- b) arrange the distribution of the session agendas, minutes and other relevant documents of the Forum sessions within reasonable timeframes; and
- c) act as the liaison between the Forum and the Board of AP+.

Operating Procedures

The Forum will meet at least twice annually or more frequently as determined necessary by the Chair.

The Chair will set the Forum topic and agenda, taking into account the objectives of the Forum. The Forum will invite attendees to provide submissions into topics for the sessions. Items will be added to the session's agenda, at the discretion of the Chair. Time will be allocated to topics as outlined in the session agendas, and the Chair will maintain agenda timings.

None of the recommendations made by the Forum are binding on any person, including AP+ or an End-User.

Confidentiality

By accepting their appointment, Attendees and the Chair are bound by confidentiality. Each Attendee agrees that any information provided by AP+ in the exercise of their functions as Attendee is confidential, unless the contrary is explicitly stated. Each Attendee undertakes to keep such information confidential

and not use it for other purposes than for the exercise of their function as an Attendee of the Forum. Each Attendee agrees not to provide commercially sensitive information to the Forum or to any other third party.

Every Attendee of the Forum session are also bound by confidentiality regarding the information provided in the agenda of the session and during those sessions. This confidential information must be kept strictly confidential for a period of two years after the session.

Competition Protocol

To the extent that Attendee are actual or potential competitors with each other, Forum session discussions will be governed by a Competition Protocol whereby competitively sensitive information will not be shared during the course of Forum business.

Conflicts of Interest

A conflict of interest is a situation pertaining to a Attendee:

- a) where the judgment of the Attendee concerning one interest may be unduly influenced, directly or indirectly, by a second interest of that Attendee; and
- b) which creates a risk of damage to the interests of AP+ or its Wholly Owned Subsidiaries, another End-User or one or more of the End-User's own clients.

An Attendee (other than the Chair) is entitled to take into account the interest of the End-User that they represent, provided that this is done in a manner consistent with the objectives of the Forum.

If an Attendee becomes or should be reasonably aware of a situation of conflict of interest as defined above, they should inform both the Secretariat and the Chair. Where a conflict of interest in relation to a particular matter has been raised for a Attendee, that Attendee shall not be allowed to vote on that matter.

Other Matters

Any Attendee considered to have breached any of the terms of reference for the Forum may result in that Attendee's immediate removal and may preclude the representative organisation and/or nominated Attendee(s) from attending future Forum sessions.

The Independent Directors of AP+ will review the operation of the Forum and its terms of reference every two years.