

The WITS Protocol Standards Association

Constitution

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Author	:	Ed Oborn	
Checked	:	Chris Shears	
Approved	:	Chris Shears	

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1.1	9/3/2011	“Individual” membership changed to “Additional” membership in Appendix 2 (wording change only for clarification)
1.2	5/4/2012	Amendments to sections 4, 5 & 6; minor grammatical corrections
1.3	12/8/2012	Appendix 2 flowchart amended to reflect revised method of decision process for future developments
1.4 draft	30/8/12	Removal of references to the UK + membership renewals (draft)
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1.5	23/7/13	Honorary membership added – sections 3.1, Appendix 1
1.6	4/10/13	Section 5.6 - Clarification of voting rights for Additional & Honorary members
1.7	2/9/2016	Section 4.5 re Actions in the event of death or resignation of a Committee member - amended
1.8	17/12/2016	Appendix 1 - Founder vendors membership fee now £ 500 p.a.
1.9 draft 1	1/3/2017	Draft – Appendix 1 - membership fees amended; para 8.2.3 PayPal added
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1.10 draft 2	27/5/2017	Additional comments from Andrew Scott incorporated
1.10 draft 3	30/5/2017	Additional comments from Andrew Scott incorporated
1.10	6/6/2017	All comments incorporated
1.11 draft	28/9/2017	Election process of Committee clarified and corrected – section 4
1.12	22/06/2018	Corrections to the PSA Committee makeup and removal of water specific references.
1.13	15/07/2019	Updates to reflect changes to PSA Committee makeup
1.14 draft	19/11/2019	Minor amendments and corrections
1.15	3/3/2020	Section 3.8:GDPR statement + link to Privacy Statement added; section 6 amended; section 8 amended - minor changes and clarifications
1.16	7/3/2023	Section 4.2 changed to ensure User representation in the key posts of the committee.- agreed at Meeting 40, 23 rd November 2022.
1.17	17/1/2024	References to the Committee section of the website deleted - sections 4.2 and 12.2 amended



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1 THE PURPOSE OF THIS DOCUMENT

1.1 General

This document is intended to provide information and guidance for the governance of the WITS-DNP3 Protocol Standard. It describes in detail the structure and operations of the WITS Protocol Standards Association including:

- the management structure
- the system of management
- the membership structure
- the funding arrangements
- the services provided by the organisation
- the roles and responsibilities of those involved in the organisation

1.2 Abbreviations & terms used

Note that throughout this document the following abbreviations have been used:

- **WITS – Worldwide Industrial Telemetry Standards**
- **Founder – those organisations who have invested significant amounts of time and/or money in developing the Protocol (see section 3.2)**
- **Vendors – organisations involved in the manufacturing and/or marketing of Industrial Telemetry related products plus Designers and Consultants**
- **Users – those organisations who use Telemetry products**
- **Corporation – a term used to describe any organisation**
- **Honorary Members – persons invited to become Members by the Committee**
- **PSA – Protocol Standards Association**
- **PSA Committee – Protocol Standards Association Committee**
- **DNP3 - Distributed Network Protocol - one of a set of communications Protocols used between components in process automation systems. Its main use is in utilities such as electric and water companies**
- **WITS-DNP3 – a Telemetry Protocol Standard based on DNP3 but originally tailored specifically for the UK Water industry**

Note that the terms “Chairman” and “Vice-chairman” in this document is intended to include persons of either sex and describes the function not the person.

2 PRINCIPLES FOR THE PROTOCOL STANDARDS ASSOCIATION

2.1 Name

The name of the Association is

“The WITS Protocol Standards Association”

(hereinafter referred to as the “PSA”)

2.2 Aims and roles

The Association exists

- To promote the WITS Protocol Standards
- To manage and maintain the Standard in the best interests of the members
- To serve the Telemetry industry
- To provide information about the Standard
- To provide guidance on implementing the Standard
- To provide guidance on achieving product compliance to self-certified or verified status.

2.3 Association structure

The structure is an **Association**. The Association is managed by a Committee.

3 PSA MEMBERSHIP

3.1 Membership classes and entitlement

Membership is open to all groups or individuals associated with the Telemetry industry, in particular from the user and vendor communities, and associated consultants. Membership is welcomed from outside the UK.

There are three types of membership¹:

- Corporate Members (who pay Membership fees)
- Additional Members (who are affiliated with corporate members but do not pay Membership fees)
- Honorary Members (who are exempt from paying Membership fees)

Membership is applied for through the PSA website **or via the Secretary**, and will involve paying a fee which is utilised to fund the running of the PSA Committee and its associated work

There is an annual membership fee for each class (except Honorary Membership) which is agreed at the Biennial (every 2 years) General Meeting (BGM).

Membership commences as soon as the first annual membership payment has been received and funds have been cleared. Honorary membership commences with the clearance of the Honorary Membership Application form.

If membership lapses then a re-registration fee is payable on re-joining.

A list of all members is kept by the Secretary/Treasurer.

The PSA Committee may invite individuals to become an Honorary member at their discretion. The PSA Committee has the final decision on the appropriate membership level for PSA applicants.

Note that Honorary Members do not have access to IoT information by default - only DNP3 information.

3.2 Membership - benefits

- Access to Application Notes

¹ Note that historically there were Founders and Non Founders classes of Users and Vendors but these terms are now not normally used except in specific cases.

- Access to Compliance Manual
- Access to XML Device Profile
- Access to members only sections of website²
- Access to listing of certified products
- Use of WITS-DNP3 logo on certified products
- Election and nomination rights to the Protocol Standards Association Committee
- **Attendance at Committee Meetings** *additional*
- Voting rights at Meetings
- **Publish** product features on the website *wording*
- Hyperlink to member's website
- Ability to purchase products and/or services from the PSA Committee
- Ability to purchase the Test Specification
- Access to Technical Bulletins
- Shared communication resource between all members, currently **via** Slack

3.3 Membership fee levels

Membership fee levels have been set so as to cover the estimated costs of **running the PSA organisation**. *Clarification*

A schedule of fees can be found in Appendix 1 and on the website at <http://www.witsprotocol.org/psa-membership-fees/>

3.4 Membership fee renewals

The Secretary keeps a record of corporate membership anniversary dates. Each corporate member is contacted before their anniversary date with a reminder that their membership fees will become due on that date.

The Secretary sends out a reminder after the anniversary date if the fees have not been paid.

A member is allowed **a reasonable time** to pay their membership renewal fee. After that time any member who has not paid will be **warned by the Secretary that their Membership may be terminated. Membership may be cancelled at the discretion of the Secretary.**

3.5 Overseas members

² Individuals belonging to a member organisation can access the Members only sections of the PSA website by completing an Additional membership form – see website

There are no geographical limitations on membership.

3.6 Ceasing to be a member

When a member's membership ceases, they are unable to use the Application Notes for any commercial purposes, support for any products is cancelled and access to the website is cancelled. In order to become a member again, a re-registration fee is payable.

Reasons for ceasing to be a member include:

- **Resignation**
Members may resign at any time by writing to the Secretary/Treasurer.
- **Non-payment of membership fees**
See 3.4 above
- **Unacceptable behaviour**
Any offensive behaviour, including racist, sexist or inflammatory remarks, will not be permitted. Anyone behaving in an offensive way or breaking the Equal Opportunities policy (set out in 3.7 below) may be asked not to attend further meetings or to resign from the group if an apology is not given or the behaviour is repeated. The individual concerned shall have the right to be heard by the PSA Committee, and may be accompanied if desired, before a final decision is made.

3.7 Equal Opportunities

The WITS Protocol Standards Association does not discriminate on the grounds of gender, race, colour, ethnic or national origin, sexuality, disability, religious or political belief, marital status or age.

3.8 General Data Protection Regulations (GDPR)

We must by law comply with data protection law known as the General Data Protection Regulation (GDPR)

SUMMARY NOTICE

- We keep to a minimum the information we hold about you.
- We use your information to provide our services to you, respond to your enquiries, manage our relationship with you and meet our legal obligations;
- We delete your data when we no longer need it.
- Generally, we do not share your personal information with third parties, but there are some exceptions.

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- You have lots of privacy rights.
- We take security seriously.
- We are happy to answer your questions about any of this

To view the full Privacy Statement please click here:

https://www.witsprotocol.org/01-05-2020-wits_protocol_privacy_notice-rev-11

4 THE PROTOCOL STANDARDS ASSOCIATION COMMITTEE (PSAC)

4.1 Purpose, activities and objectives of Committee

The Protocol Standards Association Committee (hereafter referred to as the Committee or PSA Committee) exists in order to maintain and manage the WITS Protocol Standards. It has control of the Standards in order to ensure that primary ownership rests with the user and vendor communities.

The Committee has the responsibility for the overseeing of the maintenance, development, documentation, guidance for achieving self-certified or verified status and promotion of the Standards and all costs for this are met through an annual membership fee.

The Committee is linked to the DNP3 User Group, so adding credibility and linking the Committee to an internationally recognised body. This is achieved by the invitation of a DNP3 technical Committee member to support the PSA Committee activities with the aim of ensuring that WITS-DNP3 remains aligned with the internationally recognised Standard.

The PSA Committee shall be responsible for all aspects of long term maintenance and management of the Protocol Standards.

The main objectives of the PSA Committee are:

- To ensure the Protocol Standards are maintained in terms of documentation upgrades, releases, history etc.
- To provide limited guidance to users and vendors in the use of the Protocol Standards.
- To ensure that future developments of the Protocol Standards are in the best interests of the Telemetry industry as a whole, (including backward compatibility).
- To maintain control of the Protocol Standards and determine the direction in which the Protocols will develop in the future.
- To review proposed additional features, functions and enhancements to the Protocols to ensure consistency with the needs of the users and the requirements of the vendors.
- To promote vendors and users to adopt the Protocol Standards.
- To define processes to achieve self-certified and verified status to ensure continuing interoperability.
- To support productive interaction and information exchange between suppliers, users and other interested parties.

- To ensure that no single organisation or interest group can gain control of the Standards.
- To review the protocol Standards at least once a year and update the Standards if required.

Financial activities of the Committee

The PSA Committee is authorised to:

- Raise money to finance the cost of the management Committee and its activities.
- Hold and operate bank accounts or similar, and invest any money not immediately required by the Committee, and to use it in any way the Committee thinks fit in the best interests of the PSA.
- Make such payments as are necessary for the purpose of the Committee's activities, documenting any transactions for the purpose of auditing and scrutiny by members.
- Purchase, take on a lease of or otherwise acquire any real or personal property or any rights necessary for the purpose of the Committee.
- Contract with any persons qualified to assist in achieving the objectives of the Committee, at its discretion.

4.2 Committee composition

There can be an unlimited number of Members. There is no control over the proportion of Users against Vendors.

There will be a Chairman and Vice Chairman who are elected by the members of the PSA Committee. Both of these members will be granted membership of the PSA Committee for the duration of their term.

At least one of the Chairman or Vice Chairman must be a WITS User. This was decided by the committee to ensure that there would be User representation within the key posts.

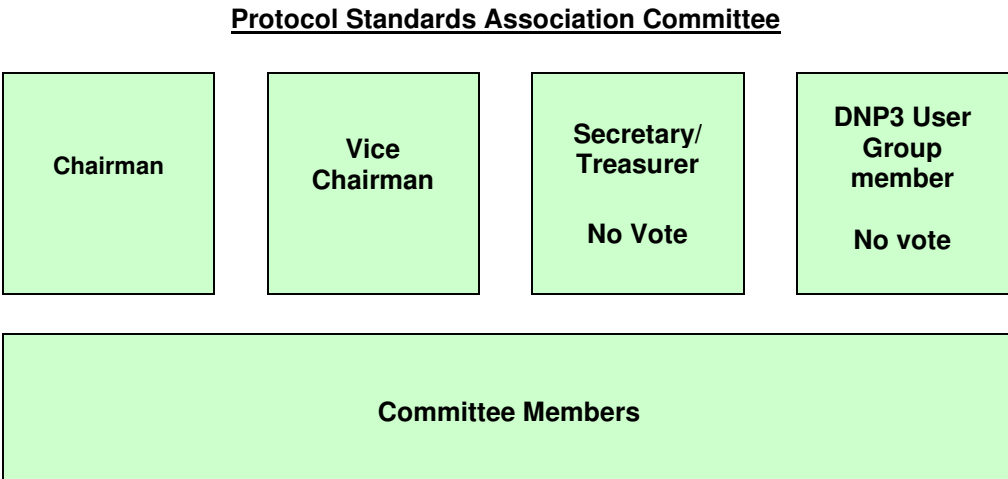
For clarity, this means that is unacceptable if both Chairman and Vice Chairman are WITS Vendors; but all other combinations are acceptable.

The Association Secretary/Treasurer will be appointed by the Committee.

There may also be an invited unelected member of the international DNP3 Committee.

Membership of the PSA Committee will be evaluated using the minutes of each PSA Committee meeting.

The organisation diagram below depicts the structure of the Committee:



4.3 PSA Committee membership eligibility

The PSA Committee consists of a Chairperson, a Vice-chairperson and members of the Committee. Membership of the Committee will be via continued attendance at PSA Committee meetings.

For a PSA member to be a PSA Committee member, and therefore have the right to vote, they must:

- Initially attend any three of four consecutive meetings.
- Maintain attendance by missing no more than three consecutive meetings.
- Must be paid up members.

To permit the above, all PSA Committee meetings will be open to any PSA member. Invitation emails will be sent to all members of the WITS PSA. Attendance in person at the meeting will be subject to venue capacity and granted on a first come, first served basis. If unable to attend the meeting in person PSA members may join by conference call which counts as attendance at that meeting.

Each PSA Committee member is associated with one organisation via their membership of the PSA. Therefore, they are only entitled to one vote, regardless of whether they are representing more bodies/corporations.

Any corporation may have a maximum of three PSA Committee members.

If a corporation has more than three eligible PSA Committee members then that corporation will be responsible for nominating the three who should act on their behalf.

4.4 PSA Committee key posts

4.4.1 Chairman

The Chairman is elected at the BGM.

Responsibilities and duties:

- To preside at all Committee and general meetings.
- To keep the Committee in order ensuring that it functions correctly.
- To manage the Committee meetings to the timing agreed on the agenda and ensure timely resolution of debate.
- To ensure that the technical matters are managed via the PSA membership.
- To arrange future meetings - liaising on suitable venue and catering requirements with meeting host and to determine the agenda
- To organise distribution of an agenda, location maps and discussion papers at least two weeks prior to meetings
- Nominate a minute taker for meetings, clearly identifying issues/proposals, agreements and individual actions.
- Organise the circulation of minutes within 5 working days of a meeting

The Chairman shall be nominated under the following rules:

- They must be a member of the PSA
- The term of office is 2 years
- They are eligible to be re-elected for further contiguous terms

To qualify for the position of Chairman an individual must

- Be nominated by two members of the Committee.
- Accept the nomination and commit to performing the duties of the position.

If the above cannot be satisfied, then the Chairman will acknowledge this by calling a Special General Meeting. This meeting will then decide upon an appropriate course of action.

4.4.2 Vice Chairman

The Vice Chairman is elected at the Biennial General Meeting (BGM).

The Vice-Chairman shall support and deputise for the Chairman in their functions. The Vice Chairman shall be elected from the membership under the same rules as the Chairman.

When deputising for the Chairman the Vice Chairman has the same responsibilities and duties as the Chairman.

4.4.3 Association Secretary / Treasurer

The Committee will appoint the Secretary/Treasurer at or after the BGM.

The Association Secretary / Treasurer

- shall be appointed from either the Committee (unpaid position) OR from a reputable consultancy (a paid position)
- will hold the term of office for 2 years
- will be eligible to be re-appointed for further terms

The Secretary/Treasurer shall provide the following services.

Treasury / Administration Support to the Committee

- Collect and deal with the Committee's funds and accounts and is responsible for ensuring accounts are audited
- Ensure that all payments necessary for the Committee's activities are made and that all expenditure is properly recorded.
- Ensure that income in accordance with agreed member fees is monitored by checking receipt of fees due.
- Ensure that the accounts and financial statements are maintained and made available to members. The previous annual audited accounts shall be presented at the Biennial General Meeting, along with the forecast accounts for the coming year.
- Collate, archive and distribute documentation (using the website where possible).
- Act as a central contact for email enquiries.
- Operate a document control system, (electronic copies only)
- Circulate newsletters and publications (Committee members to generate articles).
- Administer the PSA website, liaising with the website developer where applicable.
- Act as moderator for technical enquiries and issues
- Ensure the website is kept up to date
- Administer advice and guidance as per section 12 of the Constitution
- Process applications for self-certified or verified status:
 - checks the proforma application form

- sends the form to all relevant members of the PSA Committee for approval
- issues an acceptance/rejection notice to the applicant as appropriate
- updates the website
- submit an annual written report (in a format to be agreed) to the Committee at least 14 days prior to the biennial general meeting, detailing progress over the previous 24 months

Financial Administration

- Before each Committee meeting and the general meetings the secretary shall provide management accounts (including a summary of the funds held in the WITS Bank Account). The secretary must then recommend to the members any actions that should be taken in order to ensure the stable financial running of the PSA.
- The secretary shall keep proper books of account of all transactions, together with all related correspondence and documents. These will be made available to the Committee at their request.

4.5 Payments to Committee members

There are no payments made to Committee members or officers of the Association except to reimburse agreed expenses, other than payments for the services of the Association Secretary / Treasurer, unless agreed at a general meeting.

All claims for reimbursements must be agreed in advance, in writing, by both the Chairman and Secretary/Treasurer.

4.6 Legal liability of Committee members

Legal liability is held severally by all Committee members and not jointly.³

³ **Several liability** is where each party is liable for their own acts or omissions and is not liable for the acts or omissions of another third party. This is different from **joint and several liability** where a claimant may pursue an obligation against any one of a number parties as if they were jointly liable.

5 MEETINGS

5.1 General principles

All questions that arise at any meeting are discussed openly and the meeting will seek to find general agreement.

Any organisation can submit a resolution.

There are three types of meetings: Ordinary Committee meetings, Biennial General meetings and Special General meetings

5.2 Committee Membership

From Oct 2019:

- Election of PSA Committee members will be dropped.
- Chairperson and Vice-chairperson will continue to be elected roles.
- PSA Committee membership will be granted for regular and continued meeting attendance by any member of the PSA

In this proposal the Committee will continue to exist, but membership of the committee will be via continued attendance at PSA Committee meetings. Two members of the PSA will formally be voted as Chairperson and Vice-chairperson to represent the PSA Committee in its operation during the BGM. Both of these members will be granted membership of the PSA Committee for the duration of their term. Voting and operation of those roles is as per the current constitution. Therefore, the PSA Committee will consist of a Chairperson, a Vice-chairperson and members who meet the criteria.

For a PSA member to be a PSA Committee member, and therefore have the right to vote, they must:

- Initially attend any three of four consecutive meetings.
- Maintain attendance by missing no more than three consecutive meetings

Membership of the PSAC will be evaluated by examining the minutes of each PSAC meeting for attendees. The current page on the WITS website will be updated to show the actual membership of the PSAC.

To permit the above, all PSA Committee meetings will be open to any PSA member. Invite emails will be sent to all members of WITS PSA. Attendance in person at the meeting will be subject to venue capacity and granted on a first come, first served basis. If unable to attend the meeting in person PSA members may join by conference call.

Each PSA Committee member is associated with one organisation via their membership of the PSA. Therefore, they are only entitled to one vote, regardless of whether they are representing more bodies/corporations.

5.3 Ordinary Committee Meetings

The frequency of PSA Committee Ordinary Committee meetings shall be decided by the Committee and will depend on the quantity of current issues and complexity and volume of future development requirements.

5.3.1 Permitted Attendees

Each Ordinary Committee meeting can be attended by

- Chairman, Vice-chairman and members of the Committee
- All PSA members (subject to venue capacity and on a first come, first served basis)
- Any other persons at the Committee's discretion

The maximum number of attendees per organisation is restricted to 3.

Details of the next Ordinary Committee meeting will be sent to all PSA members together with an agenda.

PSA Committee members may vote at this meeting (up to three total votes per corporation). Votes are non-transferable, deputisation is not allowed.

Attendance at a meeting may be in person or via a conference call.

If a vote is expected to take place at a meeting which a PSA Committee member is unable to attend, then they may send proxy voting instructions to the Chairman or Vice-chairman.

5.3.2 Ordinary Committee meetings Quorum

There needs to be a minimum of five PSA Committee members involved including the Chairman or Vice-chairman.

5.4 Biennial General Meetings

A Biennial General Meeting (BGM) is held within 24 months of the previous BGM.

All PSA members are given at least four weeks' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email or post.

Any proposals to be discussed need to be submitted to the Secretary/Treasurer at least 7 working days in advance.

At the BGM: -

- The Committee will present a report of the work of the Association over the past 2 years
- The Committee will present the Association accounts for the previous 2 years
- The officers for the next term are elected using the voting process below

5.4.1 Permitted Attendees

Each BGM can be attended by any paid-up member, any honorary member and any other persons at the Committee's discretion.

The maximum number of attendees per organisation is restricted to 3.

PSA Committee members may vote at this meeting (up to three total votes per corporation). Votes are non-transferable, deputation is not allowed. If a vote is expected to take place at a meeting which a PSA Committee member is unable to attend, then they may send proxy voting instructions to the Chairman or Vice-chairman.

5.5 Special General Meetings

The Chairman will call a Special General Meeting at the request of the majority of the Committee or at least eight other PSA Members giving a written request to the Chairman or Secretary/Treasurer stating the reason for their request.

The SGM will consist of a minimum of 8 representatives (who may not necessarily be Committee members) + Chairman or Vice-chairman to ensure the appropriate level of representation.

The meeting will take place within 30 days of the request.

All members are given at least three weeks' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email or post.

5.5.1 Permitted Attendees of SGM

Each Special General meeting can be attended by any paid-up member, any honorary member and any other persons at the Committee's discretion.

The maximum number of attendees per organisation is restricted to 2.

All attendees can vote on matters arising at this meeting.

5.6 Minutes of meetings

Minutes are taken by a minute taker nominated by the Chairman. The minute taker sends the minutes to the Secretary within 5 working days of the meeting for distribution and uploading to the website.

Major issues requiring a vote at the meeting are circulated with the agenda at the discretion of the Chairman.

5.7 Voting at all meetings

Voting is of the form of one person one vote carried by a majority.

6 AMENDMENTS TO THE CONSTITUTION

6.1 Classification of changes

Amendments to the Constitution may be proposed by Committee members to the Chairman who shall decide whether the proposed change is significant or minor (typos, clarifications, correction of errors etc.).

Significant changes

Significant proposed amendments shall be circulated by the Secretary to the Committee for approval at a Committee meeting. The Chairman or Vice-chairman must be present.

If approved the Secretary will amend the Constitution and issue a notification of the revised Constitution to all members and upload it onto the website.

Minor changes

Minor changes will be approved by the Chairman and then made by the Secretary who will issue a notification of the revised Constitution to all members and upload it onto the website.

6.2 At a Biennial or Special General Meeting

Amendments to the Constitution may also be proposed by any member at a Biennial General Meeting or a Special General Meeting.

These proposals must be sent prior to the meeting to the Secretary in writing or by email. The proposal must then be circulated with the notice of the meeting.

If approved following the voting process as described in 5.3.1 and/or 5.4.1 the Secretary will amend the Constitution and issue a notification of the revised Constitution to all members and upload it onto the website.

The Chairman must be present.

7 DISSOLUTION

If an Ordinary Committee meeting, by simple majority, decides that it is necessary to close down the Association it may call a Special General Meeting to do so. The sole business of this SGM meeting will be to dissolve the Association.

If it is agreed to dissolve the Association then all remaining monies and other assets, once outstanding debts have been paid, will be donated to a local charitable organisation. The name of this organisation is to be agreed at the SGM which agrees the dissolution.

8 FUNDING AND FINANCIAL ARRANGEMENTS

8.1 PSA Funding Requirements

The requirement is to cover the costs of the Protocol Standards Association Committee and its services to ensure the maintenance and promotion of the Protocol Standard.

The anticipated main costs fall into the following areas :

- Secretary / Treasurer fees (a paid position on a fixed price basis)
- Website maintenance & hosting fees
- Marketing
- Fees for membership of the DNP3 User Group
- Audit of accounts
- Specialist advice

The required funds are raised both through the annual membership of the PSA and through re-registration fees, plus sales of Test Specifications and any other services or documentation decided upon by the Committee. It is not the intention of the PSA to make a profit.

8.1.1 Items not to be funded

- Advice & Guidance Technical Forum – to be supplied via self-help
- Approval & up-Issuing Application Notes – by PSA volunteers
- Maintenance of Test Spec – to be done by PSA volunteers
- Self-certification and verification – to be done by Vendors/Users
- Self-Certification and Verification compliance checking

8.2 Funding Of Ongoing Support and Maintenance

8.2.1 Funding levels

The requirements for funding are detailed in a Costs Model which details expected income and expenditure.

The Treasurer is responsible for managing expenditure and monitoring membership fees to check that cost demands are being met.

8.2.2 Membership subscriptions

The value of membership fees are determined by the Protocol Standards Association Committee and may be reviewed from time to time as appropriate.

The membership fee is payable in the first year and thereafter on or about the anniversary of the member joining. If a Membership lapses, a re-registration fee is payable to re-join.

A reminder is sent by email by the PSA Committee Secretary/Treasurer to the Corporate member.

8.2.3 Membership payment methods

Payment to be by

- cheque payable to "WITS Protocol Standards Association"
- bank draft
- Direct debit
- PayPal

All hard copy payment methods to be sent to the PSA Secretary/Treasurer.

8.3 Protocol Standards Association Bank Account

8.3.1 General

Membership fees are paid into a Protocol Standards Association bank account and are administered by the Protocol Standards Association Secretary / Treasurer. This account will be used to pay for any approved expenses.

8.3.2 Authorisation of payments

The issue of cheques will firstly be approved by the Chairman or the Vice-Chairman. Approved cheques will need to contain the signature of the Secretary / Treasurer alone. No counter-signatories are required.

Expenses incurred by the PSA will be firstly approved by the Chairman or Vice Chairman then paid by the Treasurer.

Payments will be made by cheque or by Bank transfer (BACS).

8.3.3 Audit

There is a biennial (i.e. every 2 years) audit of the accounts carried out by independent auditors appointed by the Committee. The audit report is made available to all members. This may be linked to the 2 year term of the Chairman, with he/she being responsible for ensuring the audit is completed before re-election of office.

The auditors' fee is paid from the Committee bank account.

The results of the audit are presented at the next meeting of the PSA Committee and a vote of approval taken.

Failure to agree the audit will result in alternative auditors being appointed and the audit process repeated. The Chairman will have the final overriding vote to approve the audit.

8.3.4 Surplus funds at year-end

Any first year surplus shall be carried forward. The use of any subsequent years surplus is decided by the Committee.

9 INSURANCES

9.1 Professional Indemnity Insurance

It is considered that no PI cover is required due to the nature of the Association's activities. The Association is supplying information and are not providing engineering advice or other professional services and is merely offering guidance on Standards and acts as an information interchange forum. Use of any material produced by the PSA Committee or its predecessors, is solely at the discretion of the user and no liability is accepted

9.2 Indemnity Insurance

It is possible to take out indemnity insurance to cover Committee members if action is taken against them individually. However, this insurance will not be valid if the Committee fails to run the group properly and responsibly so this type of insurance is not considered to be good value for money and will not be implemented.

9.3 Public Liability Insurance

There is a need for PL insurance to cover any accidents during WITS meetings. This is included in the requirements for hosting meetings and made the responsibility of the Secretary/Treasurer to inform potential host organisations and confirm that suitable insurance is in place prior to meetings being held.

9.4 Employer's Liability Insurance

Not applicable – there are no employees of the Association. The Secretary/Treasurer is paid as a supplier of services and is not an employee of the Association.

9.5 Individual insurance cover

It was agreed that anyone acting on behalf of the PSA will need to have insurance cover and permission from their employer. This liability to be several not joint.

10 ACCESS & INTELLECTUAL PROPERTY RIGHTS (IPR)

10.1 IPR

The founder members who have signed an IPR agreement all jointly own the IPR of the Application Notes in perpetuity. A list of the Founder Members can be found in Appendix 5

10.2 Access and usage of PSA documents

ITEMS	WHO IS PERMITTED TO USE	WHO OWNS THE IPR
Application Notes	Paid-up PSA Members (after submitting a Disclaimer and Licensing Agreement)	Founder members who have signed an IPR agreement (jointly)
Compliance Manual		
Revised Application Notes		
XML device profiles		
Test Specification	Only those organisations who have bought the Test Specification	

11 MANAGING CHANGES TO THE STANDARD

11.1 General

In the event that in the future either the user community will require to change or enhance the functionality of the Protocol, or the vendors will require to change the Protocol due to technological advancements, or the base DNP3 requirements will change, then these changes or developments will be handled as a project outside of the PSA Committee.

The PSA Committee will monitor these changing requirements and will decide whether the Protocol Standard should take them into account and how and when they are incorporated.

11.2 Scope of Projects

The scope of each project will include all the work and cost associated with specifying, developing, testing and implementing the enhancement including all necessary administration and updates to the Standard and website for example.

11.3 Ownership of outcome

The IPR of any project that affects the Protocol Standard shall belong to and shall remain at all times the property of the WITS Founder Members jointly.

11.4 Incorporation into the Standards

The PSA Committee alone will decide if any proposed changes or enhancements are incorporated into the WITS standards.

11.5 Decision Process

The PSA Committee retains the right to reject a development initiative if it believes it is not in the best interests of the WITS Standards.

See Appendix 2 for the decision process

The last entry in Appendix 2 (Additional Functionality Added to Standard) is implemented by generating a Technical Bulletin that describes the change. The process for generating the Technical Bulletin is shown in Appendix 3

11.6 Technical Bulletins

Technical Bulletins provide advance details of protocol changes and updates, prior to a new release of the documentation pack.

The above will need to be performed in conjunction with the Technical Committee to ensure that any changes are within the tolerances allowed under the DNP3 Standard.

The DNP representative will capture developments of the core DNP3 Standard and movement in other markets.

WITS protocols are open Standards. Therefore vendors are permitted to develop additional functionality outside the Standards set.

NB: the incorporation of any new project is subject to agreement by the PSA Committee – otherwise the proposers can fund and run the project themselves.

11.7 Funding Of Future Development of The Protocol Standards

The funds for this are raised by members outside the PSA.

11.8 Maintenance Requirements

Associated with the development requirements is the need to provide a method of ongoing maintenance of the Protocol Standards. The maintenance requirements are as follows:

- Documentation updates to reflect upgrades to the Protocol Standards.
- Maintenance of a version register for the Protocol Standards to track changes, additions and releases.
- Communication of the changes to the Membership and appropriate communities.
- Maintenance of the matrix/register of self-certified and verified products

11.9 Documentation Updates

As the Protocol Standards develop and changes are implemented it is critical that the enhancements and changes are correctly documented and archived for reference. The document library on the PSA Committee website provides a centralised store that is updated on a regular basis by the Secretary. The library is accessible to all members of the PSA and will hold the following documents as a minimum:

- Technical information – Device profiles, Verified Applications, Self-Certified Applications
- Application Note AN2005-001 WITS DNP3 Usage Overview (at the latest Revision)
- Application Note AN2005-002 WITS Interoperability (at the latest Revision)
- How to achieve WITS Self Certified and Verified status
- Technical Bulletins
- Release Register, showing the Document Pack release number relating to a Protocol Version (in WITS Status section)
- Official Changes/Updates (in WITS Status section)
- Matrix/register of self-certified and verified products (in the Device Catalogue section)

11.10 Release Register

The Release Register is held in the WITS Status section on the PSA website. All changes and additions to the Protocol Standards are documented and, where the change affects the protocol itself, the Protocol version number incremented⁴. PSA members are notified by email when an official release is made. The Revision Register is only available to PSA members. Releases are limited to two per year, reducing the requirement for Compliance testing updates. This is managed by the Secretary.

The process for generating a new Documentation Pack release is shown in Appendix 4.

11.11 Communication of Changes

Official changes and updates to the Protocol Standards are accessible via the PSA website or by email as indicated elsewhere. It is the responsibility of the PSA community to stay up to date with changes to the Protocol Standards by checking the PSA website and associated emails.

⁴ There may be changes made to the documentation and a new documentation pack released that does not affect the Protocol itself. Examples of this are editorial changes to the documents to correct errors, add clarification statements etc. When these type of changes are made the protocol does not change so its version number remains unchanged.

12 ADVICE AND GUIDANCE TO MEMBERS

12.1 Requirements

Following the development of the Protocol Standards and adoption by both users and vendors there is an ongoing need to provide support to both communities in a number of areas. These include:

- i) Assisting both users and vendors with existing product implementations, identifying methods of resolving common issues and supporting new releases of the Protocol Standards etc.
- ii) Providing advice and guidance to new vendors who want to utilise the Protocol Standards within their product range.
- iii) Providing advice and guidance to new users adopting products that conform to the Protocol Standards.
- iv) Provide help and guidance on Compliance testing of products, including understanding the test requirements and how these are to be implemented.

12.2 Availability

Advice and Guidance documentation is available on the PSA website at www.witsprotocol.org The website will typically contain (subject to updates and amendments as required):

- Homepage
- The history of WITS
- News
- The WITS Telemetry Protocol Standards project
- The formation of the Protocol Standards Association (PSA)
- PSA membership – benefits & fees
- Supporting organisations
- Advice & guidance
- Members community area
- Vendors community area
- Membership application form
- Access to documents and pages
- The Protocol Standards technical documentation access
- Membership list
- Compliant products listings
- Terms of use
- Contact us
- Methods of promotion
- Current projects
- FAQs
- Protocol standard revision register
- Links
- Compliance testing

- Compliant products listings
- Reference documents
- Products for sale (e.g. the Test Specification)

Only some of this information is to be made available to non-Members.

Advice and guidance documentation shall be available for download by both members and prospective members according to the access levels assigned to each document.

12.3 Confidentiality

Members must agree when joining not to divulge the contents of the restricted documentation.

Note: Technical documentation including the Full Application Notes, the Compliance Test Manual and the XML Device Profiles are only available to paid-up members of the PSA and then after completing and submitting a Disclaimer and Licensing Agreement.

12.4 Technical support

Technical Support is to be provided by forming an ad hoc group as required staffed by volunteers drawn from the membership.

12.5 Website Technical discussion forum

A Technical discussion forum has been placed on the PSA website to enable free exchange of information and views between members. There would be no liability on the PSA for the views or opinions expressed or for the validity of technical advice given.

13 SELF-CERTIFICATION AND VERIFICATION TO THE STANDARD

Refer to the WITS Compliance Manual for details of procedures – available to Members in the Members Library on the PSA website www.witsprotocol.org

14 USE OF THE PROTOCOL OUTSIDE THE UK

The use of the standards outside the UK and indeed outside the industry where appropriate is encouraged and supported. Any ideas or initiatives from other markets will be investigated and proposed for adoption within the standard if the PSA Committee agrees it is in the best interests of the WITS standards.

15 APPENDICES

15.1 Appendix 1 – PSA membership fees

Corporate membership

Corporate membership fee levels have been set so as to cover the estimated costs of the PSA.

(Note: Vendor refers to manufacturers and suppliers of telemetry equipment; User refers to organisations that use Telemetry equipment)

- **Vendor membership fee £ 500 p.a.**
- **User membership fee £ 500 p.a.**
- **Initial Registration fee nil**

Note that if a Vendor or User membership lapses then a re-registration fee of £1,000 will be payable if the ex-Member wishes to renew that membership.

The signatory on the Corporate membership form becomes a Member after clearance of funds. There is only one Corporate Member per organisation, to whom all correspondence is sent.

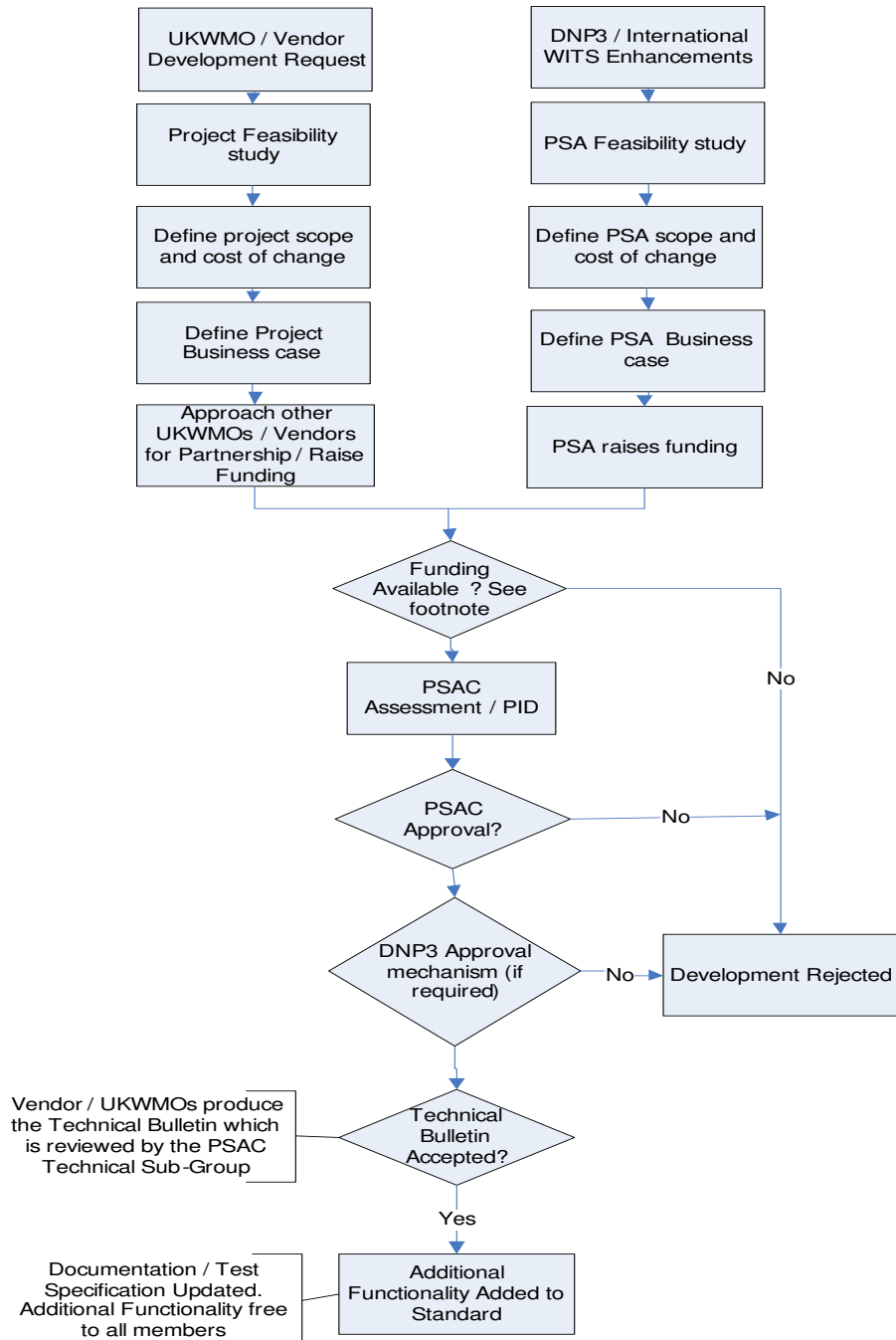
Additional Membership

Additional individuals belonging to a Corporate member organisation may become members by completing the Additional membership application form on the website. No additional fees are payable.

Honorary Membership

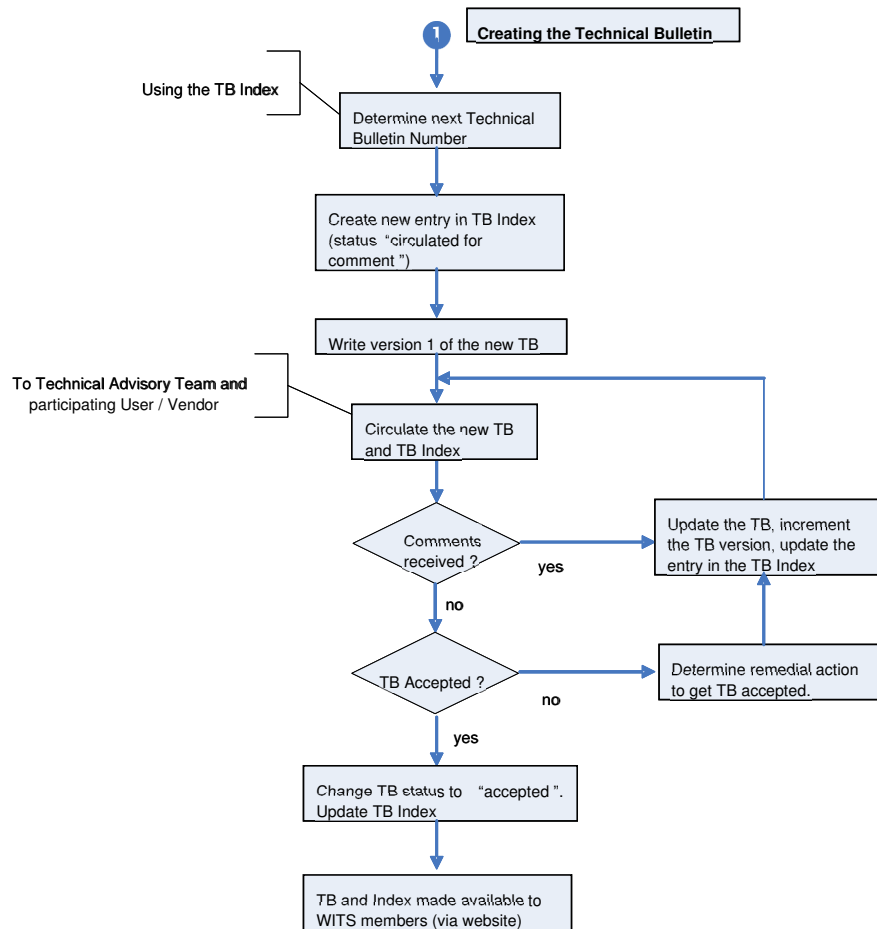
There is no fee for Honorary Members

15.2 Appendix 2 – Future developments - Decision process

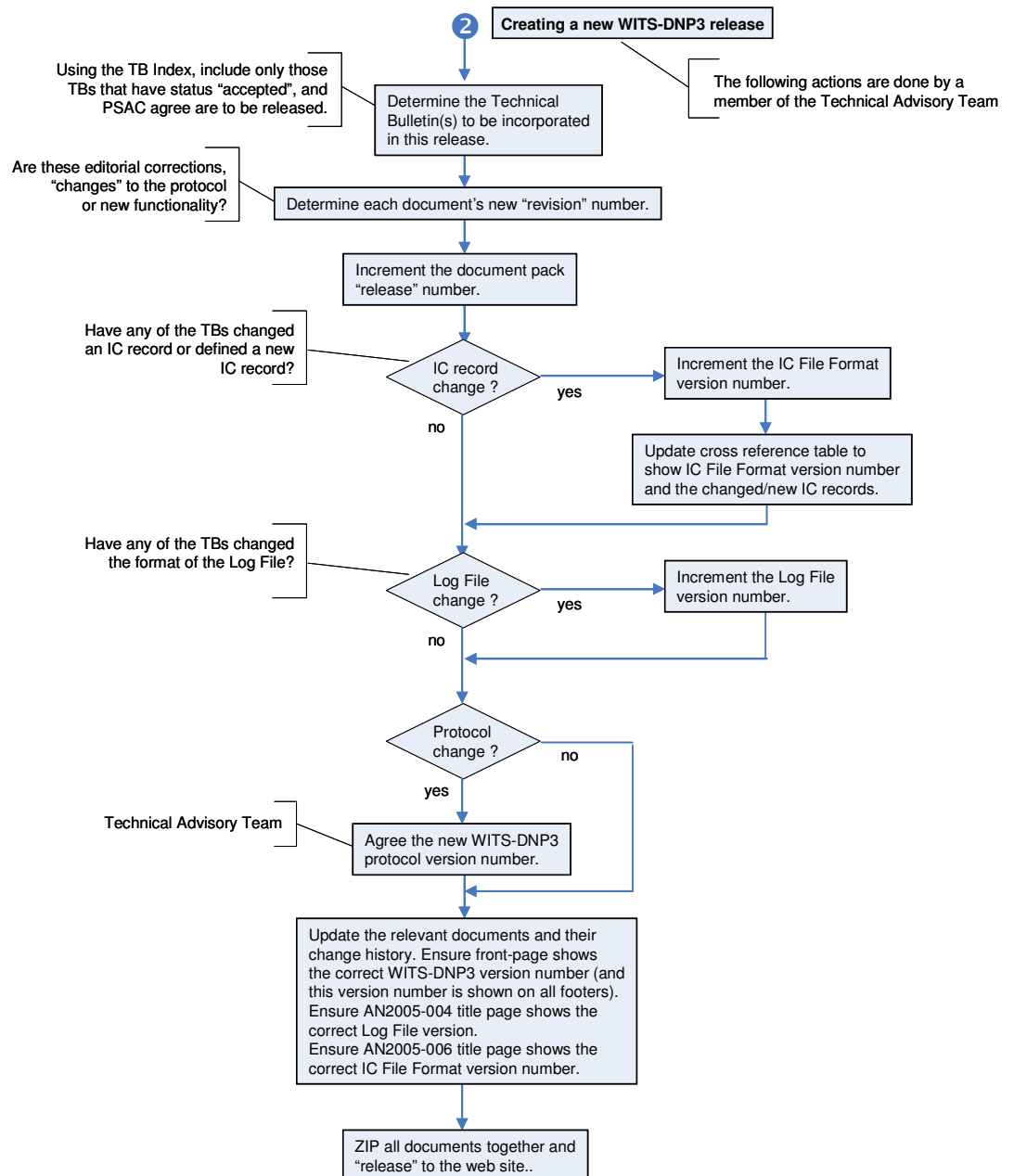


15.3 Appendix 3 – Creating a WITS-DNP3 Technical Bulletin

If the PSA Committee deems it necessary to create a Technical Bulletin then the following procedure is followed:



15.4 Appendix 4 – Generating a new Documentation Pack Release



15.5 Appendix 5 – List of Founder Members

Founder Users

Water Services Companies

Anglian Water Services Ltd
Northern Ireland Water
Northumbrian Water Ltd
Severn Trent Water
South West Water Ltd
Thames Water Utilities Ltd
United Utilities Water plc
Wessex Water Services Ltd
Yorkshire Water Services Ltd
Dublin County Council
Scottish Water
Dwr Cymru Welsh Water
Fingal County Council

Water Supply Companies

Bristol Water plc
South East Water plc
South Staffordshire Water plc
Sutton and East Surrey Water plc

Island Water Authorities

Jersey Water - PSD

Other Water Management Organisations

British Waterways
Environment Agency

Founder Vendors

Servelec, formerly CSE-Servelec Ltd
Xylem, formerly ITT Water & Wastewater Ltd
Metasphere Ltd
Schneider Electric Ltd incorporating Serck Controls Ltd
Technolog Ltd

The WITS Protocol Standards Association
Constitution ver 1.17

