



As the Chair of the Sensus Partner and Advisor Network (SPAN), I'd like to officially invite you to join the SPAN as a representative of your company. This Network is a collection of utility representatives that either own or are in contract negotiations to purchase a FlexNet™ system from Sensus. The purpose of the Network is to foster communications among the members about installation and operation of their FlexNet system and to reach consensus with Sensus about ongoing development and corrective action activities.

The Network achieves this purpose through several different forms of communication:

- Sensus has made available an online forum through which members can communicate their questions and concerns and retrieve information provided both by Sensus and by SPAN. (<https://sensuscentral.force.com/span>)
- SPAN has established various subcommittees including Business Intelligence, Electric Metering, Gas, Water; Software; Security; Infrastructure, Canadian Utilities, and Distribution Automation.
- SPAN holds an annual meeting during the Sensus ReachSM Conference. The 2021 conference will be held in New Orleans, LA October 24-27, 2021.

Current members who are part of the Network firmly believe that no matter the size or breadth of your FlexNet implementation, there are lessons that we can learn from each other and the SPAN provides that opportunity.

To join the SPAN, please read the attached charter and agree to abide by it. You would document that agreement by completing information requested on the final page and forwarding your acceptance to me. Upon acceptance, access to the Sensus User Forum resource will be provided for your named representatives by the Sensus site administrator.

If you have any questions, please don't hesitate to contact me by e-mail or phone. I look forward to the opportunity to collaborate with you as FlexNet users.

Thank you,

Kevin McCauley
SPAN Chair 2019/2020
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Sensus Partner and Advisor Network (SPAN) CHARTER

October 13, 2020

Purpose

The purpose of the Sensus Partner and Advisor Network (SPAN) is to foster communications among utilities using the Sensus FlexNet® AMI system, and to develop consensus amongst these utilities and Sensus. The Network will identify and share best practices in AMI implementation with focused attention on the best way to use the tools provided by Sensus. The Network will also provide specific feedback to Sensus to guide current practices and future development efforts.

Membership

Membership in the SPAN will be limited to a single designated representative from each utility that either has a contract or is in contract negotiations with Sensus for the supply of a FlexNet system and a designated, non-voting representative from Sensus. Utilities will have the option to have representation at the holding company level or within each operating company. Each utility representative will have one vote. Utilities can designate an alternate representative for voting purposes in writing to the Secretary.

Member utilities will be so designated by their initial vote on the charter. Utilities desiring to be members after initial charter approval must acknowledge in writing their willingness to abide by the existing charter at the time of their membership.

The involvement of representatives from utilities that are not yet in contract negotiations with Sensus will be limited to attendance at agreed upon meetings.

Each member will be responsible for providing the Network with valuable input from their utility's implementation of AMI and deployment of the FlexNet system. Disclosure of information by each utility representative should be in accordance with the Nondisclosure Agreement between Sensus and that utility. No information shared as part of SPAN membership should be disclosed to third parties except as approved by Sensus and SPAN membership. Each member is to have the authority to speak for the utility at Network meetings providing that utility's perspective on feedback and prioritization to Sensus. Members will also be responsible for sharing meeting summaries and decisions reached with appropriate management within their utility organization.

A utility may designate a third party to represent said utility on sub-committee(s) with the following conditions:

1. The utility will submit the name(s), Employment Company and sub-committee of the designee(s) via e-mail to the later defined executive team and the Sensus representative on the executive team for approval.
2. The designee will not be allowed to vote on issues.
3. The designee will not be allowed to represent a sub-committee or leadership role on any issues, i.e. chair a sub-committee.

Utilities and third parties may not solicit fellow members for business opportunities. If a member appears to be soliciting business then there will be a review undertaken by the Executive Leadership Team, which may result in discipline.

Organization

The SPAN will consist of a general membership Network and subcommittees formed to address individual areas of interest as assigned and necessary. All formal actions and recommendations to Sensus will be directed by the general membership Network with subcommittees providing input for the general membership decision. Sensus will have a designated representative assigned to each subcommittee.

Current subcommittees are:

- Business Intelligence
- Electric Metering (Development and Manufacturing)
- Gas
- Software (FlexWare/RNI Development and Operations)
- Distribution Automation
- Network Infrastructure
- Security
- Canadian Utilities
- Water
- Demand Response

Additional ad-hoc subcommittees may be added without charter change with approval of the Executive Leadership Team and notification to the membership. The ad-hoc committee will be deemed temporary and function for a time period of no longer than 12 months. Once the time period has completed the ad-hoc committee will be deemed no longer required or deemed permanent by the Executive Leadership Team.

Leadership

SPAN representatives will select a Chairperson, Vice Chairperson, and a Secretary of the general membership Network. This Network will be designated as the Executive Leadership Team. The Chairperson will work with Sensus to schedule, plan and conduct annual meetings, including presenting an agenda to membership at least 30 days prior to the meeting. The Chairperson will be the primary spokesperson for the Network in providing feedback to Sensus. The Vice Chairperson will support the Chairperson and interact with the subcommittee leads. The Secretary will assist with meeting planning and will be responsible for documenting and distributing summaries of meetings and decisions of the Network as well as maintenance of the SPAN Issues List.

Initially, all three positions will be elected. Subsequent biennial elections will be for the Secretary position only with the outgoing Secretary succeeding the Vice Chairperson and the Vice Chairperson succeeding the Chairperson. There is one condition for being elected to the Executive Leadership Team:

1. A utility company may only have one representative on the Executive Leadership Team.

If a person from the Executive Leadership Team is unable to fulfill their duties, they will notify other members of the leadership and general membership.

An out-going Chairperson will rotate into an advisory role of "Past Chair" upon completion of their term. The past chair provides advice to the executive team and helps maintain continuity of direction.

Filling the vacant position will be conducted as follows and results in all positions remaining in the executive roles for more than one term.

1. If the Chairperson is unable to fulfill their duties, then the Vice Chairperson will fill the remaining portion of the term, the Secretary will move to Vice Chairperson and a special election held to fill the Secretary position.
2. If the Vice Chairperson is unable to fulfill their duties, then the chair will remain Chairperson for the succeeding year and the Secretary will move to Vice Chairperson and a special election held to fill the Secretary position.

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3. If the Secretary is unable to fulfill their duties, then a special election will be held to fill the position. Members of Subcommittees will select Subcommittee chairs to organize subcommittee meetings, document the results of those meetings, and report the subcommittee activity at annual general membership meetings. Terms for Subcommittee chairs will be annual with no term limit.

Meetings

The following meetings are to be sponsored by the SPAN.

General Membership Meetings

The General Membership will meet once a year (2 day minimum). The meetings will be held in conjunction with the Sensus Utility Conference.

- Utility representatives or their designated alternate must be present to vote.

Locations to be determined by the SPAN and Sensus. Sensus will provide logistics for the meeting. Registration costs will be established by Sensus with input and consultation from SPAN leadership.

The agenda at each general membership meeting will include the following:

- Elections, charter changes, including a summary of all proposed, and any other voting business of the SPAN.
- Sensus presentation on the status and timeline/plan for development activities and current issues/problems being addressed.
- Subcommittee breakout sessions with leads providing updates on their subcommittee activity to the general membership.
- Member utilities will provide presentations on areas of interest to the membership.
- A member utility only forum to share Lessons Learned and to prepare directed feedback to Sensus.

Subcommittee Meetings

Subcommittee meetings will be conducted quarterly (at a minimum) and primarily by teleconference and/or webinar. These meetings may be for general updates or to discuss specific areas of concern or interest.

Participation in subcommittee meetings will be limited to representatives of SPAN member utilities, including third party designees, and Sensus Metering. Guests may be invited to join the meeting, as appropriate, to provide input.

Each subcommittee will create a mission statement.

Business Intelligence

Provide a forum to share information about the tools and processes for utility data management, analysis, and reporting. Share experiences and support each other through the exchange of information. Assist Sensus with the development of software and hardware related to these tasks.

Electric Metering (Development and Manufacturing)

Provide a forum to discuss current issues related to electric metering product development, delivery and deployment. Share experiences and support each other through the exchange of information. Assist Sensus with future product needs for electric metering utilities.

Gas

Provide a forum to discuss current issues related to gas product development, delivery and deployment. Share experiences and support each other through the exchange of information. Assist Sensus with future product needs for gas utilities.

Software (FlexWare/RNI Development and Operations)

Provide a forum to discuss current issues related to software product development, specifically the Regional Network Interface, delivery and installation. Share experiences and support each other through the exchange of information. Assist Sensus with future product needs for software.

Network Infrastructure

Provide a forum to discuss current issues related to the network infrastructure. Share experiences and support each other through the exchange of information, best practices for the improvement of the FlexNet System. Assist Sensus with future product needs and enhancements.

Security

Provide a forum to discuss current issues related to security of the FlexNet System, product development, delivery and deployment. Share experiences and support each other through the exchange of information. Assist Sensus with future product needs for ensure a secure FlexNet System.

Canadian Utilities

Provide a forum to discuss current issues related to Canadian Utilities. Share experiences and support each other through the exchange of information. Assist Sensus with future product needs for the Canadian Market.

Water

Provide a forum to discuss current issues related to water product development, delivery and deployment. Share experiences and support each other through the exchange of information. Assist Sensus with future product needs for water utilities.

Distribution Automation

Provide a forum to discuss current topics related to Distribution Automation and Automation Control product development, delivery and deployment. Share experiences and support each other through exchange of information and best practices. Assist Sensus with future product needs and enhancements for Distribution Automation.

Issues List

The SPAN will establish and maintain an issues list to track specific issues or concerns to their appropriate conclusion. Issues will be added to the list by SPAN leadership including the Chairperson, Vice Chairperson, Secretary and Subcommittee Leads. Other members are to provide issues for consideration to a member of SPAN leadership. The list will be maintained by the SPAN secretary.

The Executive Leadership Team along with subcommittee chairs will work with the Sensus Leadership team and designees to resolve issues.

Organization Chart

Attachment "A"

Voting

Those designated representatives present at the Annual Meeting shall represent a quorum for voting on all business items presented at the meeting. Each member utility is allowed only one voting member.

For special meetings, a Quorum will consist of greater than 50% of the membership.

Charter changes will be provided to the membership at least 30 days prior to the meeting (either annual or special) at which it will be voted upon. Proposed charter changes will be submitted to the Chairperson for consideration. The Chairperson may put forth the change to the membership for a vote, if warranted, but will, in all cases, provide an update to the membership at the annual meeting of proposed changes that were provided.

CHARTER

Attachment A - SPAN Organization Chart

October 13, 2020

