



# **Subscriber terms and benefits**

## **2010-2011**

17 September 2009

Reference: UTMCD012-1.1

Cover + 8 pages

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# List of contents

- 1 Introduction 2**
- 1.1 About this document 2
- 1.2 Status 2
- 1.3 UTMC background and context 2
- 1.4 UTMC and the UDG today 2
  
- 2 Subscription terms 4**
- 2.1 General 4
- 2.2 Classes of subscription 4
- 2.3 Subscriptions 4
- 2.4 Other obligations 5
  
- 3 Subscription benefits 6**
- 3.1 Overview 6
- 3.2 Recognition 6
- 3.3 Documents 6
- 3.4 Information resources 7
- 3.5 Events 7
  
- A UDG Objectives 8**
- A.1 General 8

# **1 Introduction**

## **1.1 About this document**

1.1.1 This document describes the terms and benefits for subscribers to the UTMC Development Group (UDG), as administered by the operating company UTMC Ltd.

## **1.2 Status**

1.2.1 This document is final.

1.2.2 This document, and all proposed prices noted herein, are applicable only to the year 2010-11. An update will be produced on an annual basis.

## **1.3 UTMC background and context**

1.3.1 The UTMC programme was launched by DfT in the 1990s to develop a modular framework that would facilitate greater interaction between the range of systems used for the traffic management and control in towns and cities. The research and demonstration programme finished in 2004. The principal output was an evolving Technical Specification, and a nascent but lively marketplace.

1.3.2 The UTMC Development Group (UDG) was initiated in February 2003, and established itself fully in 2004, with the view of taking an ongoing steering role to the UTMC initiative. As the UDG's operations have consolidated over the years it has taken a more significant part: it now has delegated responsibility for the management of the UTMC Technical Specification, as well as the freedom to undertake related activities such as the operation of the popular Annual Conference.

1.3.3 A limited liability company – UTMC Ltd – was established in 2006 to undertake commercial activities on behalf of the UDG: for instance, managing contracts, research tasks, finances and IPRs. It works closely with the elected UDG Management Group.

1.3.4 Since 1 January 2009 the UDG has operated as a subscription-based membership organisation, with subscriptions pooled to ensure that UTMC is managed impartially. Subscription funding is bolstered by research funding provided by central Government.

## **1.4 UTMC and the UDG today**

1.4.1 There are three key groups involved in the delivery of the UDG work programme, and all of them need to be engaged in order to make it work: The UDG; UTMC Ltd; and a support funding body (DfT/Highways Agency). The organisations, and their principal features, are as follows:

- The UDG. This is the key grouping in which decisions are taken about priorities and policies within the UTMC initiative. Its members elect a Management Group consisting of up to seven UK local authorities and up to three supplier representatives; this in turn has established a Specifications and Standards Group to which technical considerations are referred, and a Marketing and Member

Services Group to ensure that the community is fully aware of the benefits of the UTMC framework.

- UTMC Ltd. This is a limited liability company and holds contracts, a bank account and intellectual property assets on behalf of the UTMC community. All of its shareholders are UK local authorities, and its Articles of Association establish it as a not-for-profit company. It has no staff or tangible assets. At present, UTMC Ltd has a contract with the Department for Transport (DfT) to provide support to the UDG for at least two years from February 2008 to February 2010.
- DfT. DfT has historically provided the UDG with support funding and will continue to do so until February 2010. It has acted as the formal Crown owner of the UTMC Technical Specification, and delegated its management and maintenance to the UDG.

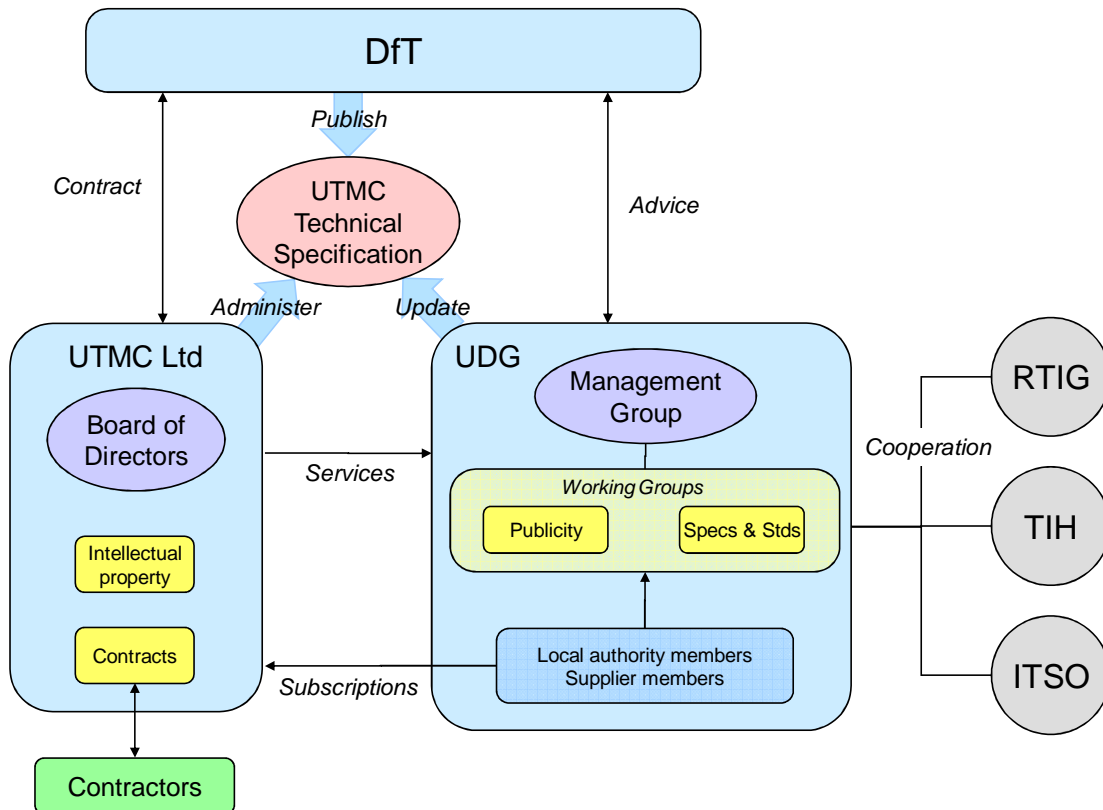


Figure 2-1: Current relationship between UDG, UTMC Ltd and DfT (valid until Feb 2010)

1.4.2 The longer term relationship between these organisations, and in particular the role of DfT as a funding authority, will change following the conclusion of the current support contract in February 2010. Negotiations are currently underway for the Highways Agency to take over the role of support funding.

## **2 Subscription terms**

### **2.1 General**

- 2.1.1 UTMC Limited delivers services to subscribers by using a combination of subscription income, income received from Government contract, income from the Annual Conference, and any other income received in the course of its business.
- 2.1.2 UTMC Limited operates as a non-profit-distributing organisation: any surpluses accumulated in one year are used to either reduce subscriptions for the following year, or to undertake further business activities, or to return value in some other way to members.
- 2.1.3 By agreeing to pay a subscription to UTMC Limited, an organisation declares that it agrees to be bound by the terms of this document. Conversely, by receiving a subscription from an organisation, UTMC Limited undertakes to deliver the relevant benefits as described in this document.
- 2.1.4 Subscribers can give notice of termination of their subscription at any time. No refund is payable.

### **2.2 Classes of subscription**

- 2.2.1 UTMC Limited offers two classes of subscription.
- 2.2.2 *Corporate* subscription is available to any organisation.
- 2.2.3 *Small Company* subscription is available to individuals and organisations with fewer than five “Relevant Employees”. A Relevant Employee is one who is employed or contracted in a role which relates to the management of traffic or transport, or the systems provided for this. Relevant Employees are counted as Full Time Equivalents. An organisation seeking to subscribe as a Small Company may be asked for evidence.
- 2.2.4 UTMC Limited reserves the right to offer benefits to other individuals or organisations who are not subscribers, but undertakes to justify any such offer to the UDG Management Group. Such organisations are termed “affiliates” and are likely to be limited to central Government bodies and bona fide trade organisations.

### **2.3 Subscriptions**

- 2.3.1 Subscription rates will be determined by UTMC Limited on an annual basis, after consultation with the UDG Management Group. Where the subscription rates agreed vary significantly from general inflation, UDG members will be consulted at AGM.
- 2.3.2 Subscription rates for 2010-11 are unchanged from those for 2009-10 and are as follows:
- Corporate subscription: £1400+VAT.
  - Small Company subscription: £700+VAT.

- 2.3.3 Subscriptions are payable on receipt of an invoice from UTMC Limited. Invoices will be issued to new applicants after completion of a valid application form, and to current subscribers between one and two months prior to the termination of their subscription period.
- 2.3.4 Subscribers may elect to subscribe for a Subscription Year from 1 January to 31 December, *or* from 1 April to 31 March.
- 2.3.5 Subscribers applying for a subscription from 1 April may submit their application at any time from January onwards. This enables prospective subscribers to be involved in the UDG Annual General Meeting which precedes their subscription year, and at which the new year's Business Plan will be presented and the Management Group elected.

## **2.4 Other obligations**

- 2.4.1 Members are responsible for respecting the copyright of all UTMC Limited documents to which they have access, including working drafts.
- 2.4.2 Members must respect the confidentiality, and any access restrictions, of any documents that are circulated to UDG members only.

### **3 Subscription benefits**

#### **3.1 Overview**

3.1.1 The entitlements of members include both rights to the services delivered by UTMC Limited, and to rights offered by the UDG. The entitlements for 2010-11 are as follows:

*Corporate and Small Company members:*

- Right to vote for members of the UDG Management Group
- Right to attend UDG General Meetings
- Right to nominate a work item for consideration in the Business Plan
- Right to be consulted on draft documents
- Right of access to members-only documents
- Right to use framework contracts and other services negotiated by UTMC Limited on behalf of members

*Corporate members only:*

- Right to nominate an individual to the UDG Management Group
- Right to participate in Working Groups
- Right to free attendance for up to two members at technical workshops, subject to space limitations
- Right to free attendance for up to two members at Annual Conference

*Small Company members only:*

- Right for free attendance for one member at technical workshops, subject to space limitations
- Right to free attendance for one member at Annual Conference

3.1.2 Members may be represented at UDG events by their own employees only.

#### **3.2 Recognition**

3.2.1 UDG members have the right to use the “UTMC – Member” logo in all of their materials. Details are available on request.

#### **3.3 Documents**

3.3.1 The principal documents produced by the UDG – namely, the UTMC Technical Specification and the principal associated guidance – are free to use once published.

- 3.3.2 UDG members have the opportunity to contribute to the development of the Technical Specification, and will be given priority opportunity for consultation during the development of new Technical Specification items. UDG members therefore have earlier access to draft updates than non-members.

### **3.4 Information resources**

- 3.4.1 UDG members may be given access to restricted information areas, eg workshop outputs, guidance notes or documentation UTMC related products (at the discretion of the suppliers).

### **3.5 Events**

- 3.5.1 UTMC Limited will run a number of events during each year. The purpose of these is to provide opportunities for members to meet each other, discuss topics of common interest, and raise questions related to the practicalities of implementing traffic management systems.
- 3.5.2 The principal event is an Annual Conference, for which UTMC Ltd will charge an attendance fee. The attendance fee for members will be substantially discounted relative to that for non-members. Pricing will be agreed with the UDG Management Group in advance of the event.
- 3.5.3 Specifically, organisations who were UDG members during FY2009-2010, or who have committed to membership for FY2010-2011, have the opportunity to send two delegated to the 2009 Annual Conference free of charge. Details are available on request.

## A UDG Objectives

### A.1 General

A.1.1 The table below summarises the Strategic Objectives of the UDG as agreed in its National Strategy for 2005-2010, which the business operation of UTMC Ltd aims to deliver (subject to budget).

A.1.2 Note that some of these Objectives (eg Objectives 3 and 22) are now complete, though may be reviewed; some (eg Objectives 2 and 19) are repeating; and some (especially the technical development of Objective 20) are open ended.

**Objective 1:** Develop a full business plan.

**Objective 2:** Hold an open General Meeting, including elections to Management Group.

**Objective 3:** Develop framework for membership, including consideration of governance, accountability and funding mechanisms.

**Objective 4:** Achieve formal UDG membership covering a significant proportion of UK Local Highways Authorities (LHAs) and organisations involved in the supply of products and services in the UTMC market.

**Objective 5:** Develop liaison mechanisms at policy, operations and technical levels with other key initiatives and with all relevant parts of UK central and devolved Government.

**Objective 6:** Ensure UDG business plan is aligned as far as practical with UK policy objectives and the business plans of other key organisations.

**Objective 7:** Develop its base of resources and skills to meet the demand for its services.

**Objective 8:** Define a clear UTMC 'message' suited to different stakeholders, focusing on making UTMC understandable from a policy and technical viewpoint.

**Objective 9:** Continue to develop practical guidance for potential implementers which helps remove/lower the barriers to the adoption of UTMC.

**Objective 10:** Sustain the UTMC website as an effective information source.

**Objective 11:** Provide a number of 'newsletter' updates on activity within each of the key UDG groups through the course of the year.

**Objective 12:** Have a UDG presence at most key events during the year.

**Objective 13:** Sustain the production of a range of news items and journal articles.

**Objective 14:** Facilitate the production of a series of case studies.

**Objective 15:** Encourage and support site visits and workshops to help stakeholders see how others handle UTMC.

**Objective 16:** Develop and implement an active programme of outreach and 'marketing' on the work of the UDG.

**Objective 17:** Undertake an annual survey of UTMC activity and plans in UK LHAs and publish the findings.

**Objective 18:** Maintain close links with implementing authorities (demonstrators and others), and provide opportunities for their feedback to be documented and circulated.

**Objective 19:** Plan and manage another successful annual conference, including workshops and exhibition; achieve at least 150 attendees, including a significant number from new organisations.

**Objective 20:** Enable LA and supplier representatives to work effectively together, and with DfT/programme management, to deliver a robust update of the UTMC Framework Technical Specification and Data Objects registry.

**Objective 21:** Establish a maintenance and update regime for UTMC technical documentation.

**Objective 22:** Refine the definition of UTMC compliance, including determining regulations on using the UTMC trademark.

**Objective 23:** Encourage a large number of LHAs to adopt and declare a UTMC compliance strategy for their traffic management systems.

**Objective 24:** Develop and publish a readily-usable catalogue of UTMC-compliant products.

**Objective 25:** Provide guidance on the UTMC technical documentation.