

# **GREAT BRITISH RAILWAYS**

## **Consultation on the future access contractual framework**

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# 1. Summary

## 1.1 A new contractual framework for access to and use of the railway

The establishment of Great British Railways (GBR) requires a new framework governing access to and use of railway infrastructure. This includes Access Agreements and Codes for the GBR Network, Stations and Light Maintenance Depots ('Depots').

The proposed GBR Code has been developed as a central component of the future framework. It is intended to replace Network Rail's Network Code as the principal industry code governing access to and use of the GBR railway and to establish the operational, procedural and governance arrangements through which GBR, operators, applicants, funders and other users interact.

The draft code should not be considered in isolation. It has been developed alongside wider reforms including the Access and Use Policy, model access contracts, Capacity Commitments, the Capacity Commitments Register and revised appeals. It also considers the potential for a range of options on dispute resolution arrangements, one of which is set out for consideration.

Together, this framework establishes how access and capacity decisions are made, how contractual commitments are recorded, how common operational and procedural rules apply, and how decisions may be challenged. This consultation therefore presents the proposed GBR Code as part of a wider package of materials, rather than as a standalone document.

## 1.2 A GBR Code

One of the most important changes proposed by this consultation concerns governance of the Codes.

The existing Network Code and Station/Depot Access Conditions were developed for a railway characterised by separation between infrastructure management and train operation and supported by industry governance arrangements that relies on representative industry governance bodies, committee structures, voting mechanisms and regulatory approval processes. Those arrangements were developed for a different institutional and statutory environment.

Under the future framework, the GBR Codes (initially with separate Station and Depot Codes but with an aspiration for a single Code in the future) would be maintained and administered by GBR.

GBR would consult on proposed changes, publish supporting material, consider stakeholder feedback and publish reasons for decisions. The Code would therefore become a GBR-maintained industry code rather than one whose future development is determined principally through representative voting structures. Parties to the Code would have a right to make suggestions that are considered and transparently responded to by GBR.

The GBR Code changes how accountability is exercised; it does not remove it. The future framework relies more heavily on consultation, transparency, publication by GBR of its reasons for decisions, independent dispute resolution and statutory rights of challenge with appeals to ORR where provided for in legislation.

GBR will be bound by the provisions of competition law, which make discrimination and abuse of a monopoly position illegal, and public law which ensure fairness and due process.

### 1.3 Stations and Depots

For stations and depots, the consultation covers:

- The GBR Station Code;
- The GBR Depot Code;
- Model Station Access Agreements;
- Model Depot Access Agreements;
- Supporting station and depot annex arrangements

The proposed GBR Station and Depot Codes will apply only where GBR is the relevant Facility Owner.

Non-GBR stations and depots will continue to operate under the existing ORR-regulated framework, although those facility owners may wish to consider whether aspects of the GBR approach are relevant to their own arrangements.

### 1.4 Contracts

Access to the network will continue to be established through access contracts, providing an enforceable and stable contractual framework. The contracts set out the legal rights and obligations between GBR and an access beneficiary and incorporate relevant terms from the GBR Code and other industry instruments.

Eligible parties include non-GBR passenger operators, open access passenger operators, freight operators, charter operators and relevant funding bodies intending to procure services. Parties may hold an access contract without holding specific capacity commitments.

Chapter 8 of the Access and Use Policy describes the process for application and approval.

This consultation includes proposed model track access contracts for non-GBR passenger services, open access passenger services, freight services and charter services – other model contracts will be developed and consulted over time. The proposed models are working drafts. Placeholders, drafting notes and unresolved cross-references should not be taken as settled policy.

### 1.5 Capacity Commitments

The draft GBR Code supports the move to a future capacity framework based on Capacity Commitments and the Capacity Commitments Register. These elements are intended to operate with future access contracts and the Access and Use Policy as a coherent package.

Implementation of GBR will require today's contractual arrangements to be transitioned into a future framework.

The consultation therefore asks whether the proposed Code, future access contracts and Capacity Commitments framework together provide sufficient certainty, transparency and flexibility.

Consultees are invited to consider whether the relationship between the Code, access contracts and Capacity Commitments is sufficiently clear and whether existing protections are appropriately translated into the new framework.

## 1.6 Transition

Implementation of GBR will require transition from today's contractual and governance framework to the future framework. Transition is not a simple substitution of document names.

Existing contracts, rights, liabilities, applications, notices, disputes, timetable processes, station and depot arrangements and supporting records will need to be mapped into the future framework.

| Current arrangement                        | Future arrangement                                                    | Example transition issue                                                                                                                                                 |
|--------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Network Code                               | GBR Code                                                              | Provisions will variously continue, cease or apply to both the framework and live processes.                                                                             |
| Track, Station, and Depot Access Contracts | GBR Track, Station and Depot Access Contracts                         | The framework needs to consider how existing rights, bespoke terms, liabilities and notices are preserved.                                                               |
| Access rights                              | Capacity Commitments                                                  | Commitments need to be translated, checked and recorded into the Register.                                                                                               |
| Industry voting bodies                     | GBR consultation and decision-making, decision transparency & appeal. | Adequate safeguards need to replace former voting mechanics and regulatory approvals?                                                                                    |
| Station and Depot Access Conditions        | GBR Station and Depot Codes for GBR facilities                        | Clarity on which framework applies, and how are annexes and live matters are treated.                                                                                    |
| Existing dispute routes                    | Part M and statutory appeals                                          | Disputes processes that are consistent with the legislative framework and maintaining appropriate independent processes for different types of dispute across all Codes. |

## 2. Establishing the access framework

### 2.1 Continuity where possible

The draft GBR Codes should not be viewed as a wholesale replacement of the current Network Code and Access Conditions. A substantial proportion of the existing framework is retained, modernised or simplified because many existing processes and protections continue to perform important functions.

The proposals are not intended to unnecessarily replace long-established contractual protections.

Across the GBR Code, model track access contracts and station and depot arrangements, the starting point has generally been to retain existing provisions where they remain capable of operating effectively within the future framework.

Throughout this consultation, the level of change has been assessed according to practical effect rather than drafting volume. Terminology replacement alone has not been treated as substantive reform.

Many amendments are therefore consequential or enabling. They update institutional references, align terminology, remove provisions that depend on the current structure, and place common rules in the document best suited to maintain them. Drafting volume alone should not be treated as evidence of substantive reform.

### 2.2 Reform where necessary

Some areas of the existing framework require material change, to a greater or lesser degree. The most material changes are summarised below.

GBR takes a more central role in maintaining the Codes and administering common industry arrangements than under current contracts. Provisions relating to capacity allocation need adjustments to recognise they will operate within the wider AUP architecture.

Former governance arrangements based on voting by representatives drawn from a balanced cross-section of industry bodies become unworkable due to change in industry composition. Voting mechanisms are therefore replaced with a GBR-led change control process incorporating consultation and other standards, engagement obligations, and alignment with GBR's legal duties.

Changes are also required to reflect the GBR's role in operating trains, timetable development, as well as managing infrastructure, stations and depots in the future framework.

The existing statutory requirement for the Office for Rail and Road (ORR) to approve access contracts, and its powers to direct and set standard contract terms will be removed (other than for Connection Contracts).

Model contracts require adaptation for the future legislative and governance framework. This includes adjusting contractual provisions on how changes can be made to the contracts.

Station and depot arrangements will need to be recast for facilities where GBR is the Facility Owner.

GBR will determine the agreement, duration and form of access rights while the ORR will have an independent appeals role across a range of GBR decisions: protecting operators and applicants who believe that GBR has acted inconsistently or unfairly against its policies or legal duties.

There are a range of options available to meet the legislative changes around dispute resolution and this is an area where we seek consultation responses on potential approaches while providing one possible way forward.

The approach in the draft Code is one that seeks to protect all parties' statutory rights of appeal to ORR on all decisions relating to access. Dispute resolution would under this approach distinguish more clearly between contractually determinable matters and matters carrying statutory appeal rights.

## 3. The consultation

### 3.1 Purpose

The purpose of this consultation is to seek industry views on the proposed contractual framework that will support the transition to Great British Railways (GBR).

It provides all affected parties with a formal opportunity to review the proposals, test whether the current drafting delivers the intended policy outcomes, identify any unintended consequences or implementation issues, and help shape the final framework that will apply.

This document specifically accompanies the draft GBR Codes, Track Access Agreements and Station/Depot Access Agreements (SAA/DAA) issued for consultation and is intended to assist stakeholders in reviewing the accompanying documents.

It explains the principal drafting approach adopted in developing the proposed contracts and Codes - on the basis of applying only those changes considered necessary to support implementation of Great British Railways (GBR) and the transition to the new legislative framework.

It should not be taken as indicating any change in policy beyond that already proposed through the Railways Bill and associated industry reform programme.

### 3.2 Key reforms at a glance

| Area                              | Headline change                                                                                                                                                                    |
|-----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| GBR Code governance               | GBR becomes maintainer and administrator, with consultation, publication, reasons and challenge replacing representative voting as the principal change model.                     |
| Delay Attribution                 | In keeping with Code's governance framework, GBR publishes subsidiary documents. The dispute resolution advisory (DAB) stage is removed before disputes and appeals.               |
| Capacity planning and timetabling | Part D is aligned with Capacity Commitments and the wider AUP and planning architecture.                                                                                           |
| Capacity Commitment management    | Part J provides mechanisms for review, transfer, surrender, reassignment and Better Use.                                                                                           |
| Model track access contracts      | Existing structures and protections are largely retained but aligned with GBR, Capacity Commitments, revised variation and dispute arrangements. ORR role in approvals is removed. |
| Station and depot framework       | New Codes and model agreements apply where GBR is Facility Owner, with targeted simplification of legacy structures. Alignment with GBR Code on governance, disputes, and appeals  |
| Disputes and appeals              | Part M distinguishes facilitative and determinative contractual processes from statutory ORR appeal routes.                                                                        |



### 3.3 Stakeholder input

Prior to this consultation, we have undertaken a wide range of engagement with industry stakeholders to help inform the development of both the draft GBR Codes and the proposed model access contracts. This engagement included the publication of a discussion document on GBR Codes and Contracts (including transition arrangements) in May 2026 and has included a series of industry engagement sessions and sounding board discussions, and bilateral conversations with interested parties including funders and the regulator.

The drafting has also benefited from more targeted collaboration through working groups considering specific elements of the framework, including development of the timetable provisions and discussions on the treatment of rights and change processes.

Stakeholders have been invited to comment on both the overall policy direction and more recently on more detailed emerging contractual and Code drafting. This consultation represents the next stage of that process rather than the start of it. We expect stakeholder engagement to continue following consultation as the documents are refined and prepared for implementation.

### 3.4 Ongoing consultation and development

While the draft Codes and model contracts seek to provide a comprehensive representation of the proposed arrangements required for day one of the new access framework, a number of areas remain subject to further policy development, legislative progression, detailed drafting and cross-industry review.

This includes matters that are dependent on the finalisation of the Railways Bill, the Access and Use Policy (AUP), charging and performance frameworks, dispute resolution arrangements and the detailed design of future GBR governance processes.

The current regime includes amendment processes in several areas, including the model contracts' main body clauses on contract variations and non-material amendments; amendment provisions within Schedules 4, 7 and 8, including through the access charges review; and Schedule 10, which addresses modifications required such as to the Network Code or Traction Electricity Rules. The proposed GBR contracts seek to simplify this position by consolidating the relevant processes into a single overarching clause, while also reflecting the proposed change that contract amendments would no longer require ORR approval.

Provisions in the draft documents issued alongside this document for consultation, including the provisions on contract changes described above, should be regarded as illustrative or provisional because we are seeking to consult on approach, as well as on specific drafting.

These provisions may be subject to further amendment as a result of this consultation, before the contract is finalised. The inclusion of drafting in these areas should not be interpreted as indicating that policy decisions have been concluded.

Consultees are particularly invited to comment on the appropriate balance between enabling necessary change and preserving contractual certainty, commercial protections and investor confidence.

Any further amendments will continue to be guided by the overarching principles of maintaining continuity with existing contractual arrangements wherever reasonably practicable, minimising unnecessary change and ensuring that the contract remains effective and operable within the future GBR framework, whilst giving contractual parties confidence in order to plan their businesses.

### 3.5 What consultees are being asked to review

In seeking alignment of contracts with GBR strategy and objectives, respondents' views are sought on both specific questions set out in this document and are welcomed more broadly in those responses on recurring themes including:

- Whether the indicative future framework is coherent, transparent and operationally workable.
- Whether established protections and commercial certainty are preserved where they should be, including through the updated arrangements for making changes to contracts and Codes.
- Whether GBR decision-making would be supported by adequate consultation, reasons, publication and independent challenge.
- Whether contracts and Codes could be expected to operate consistently without unnecessary duplication.
- Whether transition arrangements adequately address live rights, liabilities, applications, disputes and operational processes.
- Whether any reform is materially more or less significant than described in this document.

### 3.6 Disclaimer

These draft Codes, contracts and accompanying materials are provided in good faith for consultation purposes only. They represent a working proposal and do not constitute final policy, legal advice, or a definitive statement of future contractual arrangements. All provisions remain subject to further development, consultation feedback, legislative progress and associated industry reform workstreams.

Further changes to the subject matter and contents should be expected as a result of stakeholder feedback.

### 3.7 Overarching Consultation Questions

#### General Questions

Does the approach of using the existing framework with retained, modernised or simplified sections where possible assist in the navigation and understanding of the GBR Code?

Does the GBR Code, when considered alongside the Access and Use Policy, model contracts, and the Capacity Commitments Register, provide a suitable basis for a framework for access to and use of the railway in the future?

The proposed framework includes arrangements for changing contracts and industry codes over time; are the proposed grounds for change, consultation requirements, transparency obligations, challenge rights and contractual protections appropriate? If not, what alternative approach would you recommend?

What more could be done to enhance transparency of, and confidence in, GBR Code processes?

Do you agree with an equal-treatment approach of appropriately specifying throughout the draft GBR Code the requirement for GBR 'when acting as an operator' to be subject to the same processes and obligations as other operators and are there places in the code where GBR's obligations in this regard are not clear?

Should GBR be required to publish appealable reasons for any decision in response to an access party exercising a right to make a suggestions for change to the GBR Code (or subsidiary governance documents e.g. Part B)?

Should any procedure for resolving disputes relating to the working timetable preserve operators and applicant's statutory power of appeal to the ORR by avoiding decisions being taken by 3<sup>rd</sup> parties outside of ORR's jurisdiction?

Does the Code provide an appropriate balance between efficient governance and industry confidence?

## 4. What the GBR Code changes mean for railway users

The practical impact of the proposed GBR Code will not arise only from individual drafting amendments. It will arise from the way the Code operates with the Access and Use Policy, future access contracts, Capacity Commitments, the Capacity Commitments Register and dispute resolution arrangements. This section highlights some of the principal considerations different groups of railway users may wish to make so that respondents can understand how elements of the reforms work before turning to the detailed contents.

### Existing passenger operators

Many day-to-day processes should remain broadly familiar, including timetable planning as amended, performance monitoring, information provision, environmental protection, and vehicle, network, station and depot change procedures. The main practical difference may be governance: future Code changes would be managed by GBR through consultation and published reasons rather than representative voting. The provisions for making change to the contracts themselves have also been updated to reflect the new industry structure. Passenger operators may wish to consider whether capacity commitments, access contracts and rights of challenge provide sufficient certainty for future planning and investment. There are similar changes to the arrangements for changing contractual provisions.

### Open access operators

Open access operators may also wish to consider whether proposed framework elements make the process for obtaining and retaining capacity clearer – elements here will link to transparent criteria, issuing reasons, and challenge routes. Consultees could consider how the Access and Use Policy, the Capacity Commitment framework and Part D timetable processes work together and if future decisions are sufficiently insulated from conflicts created by GBR's wider system responsibilities.

### Freight operators and freight customers

In addition to the above, the freight community might wish to consider the details around Capacity Commitment management, Better Use, transfer and surrender provisions. This includes whether the framework preserves appropriate contractual certainty while allowing GBR to effectively manage scarce capacity. Freight respondents may wish to test whether the criteria for review and reassignment of capacity are sufficiently clear, objective and capable of challenge.

### Access applicants

All applicants may benefit from considering the relationship between policy, process and contract. The AUP sets principles, the GBR Code sets process requirements, access contracts create obligations and the Capacity Commitments Register records entitlements. Applicants may wish to consider whether information requirements, application processes and dispute routes are clear enough for new entrants or those unfamiliar with legacy industry structures.

### Public Passenger Specifiers

Public Passenger Specifiers need confidence that the Code supports long-term service specification, strategic planning and delivery of public interest outcomes. They should examine how Capacity Commitments, network change, timetable planning and dispute arrangements protect funded services and enable necessary change.

### ORR and other oversight bodies

The future framework moves accountability from embedded approval mechanisms towards consultation, reasons and appeal. We highlight later in this consultation the options for moving forward with different approaches to dispute resolution and oversight bodies may wish to consider whether the available appeal and dispute routes provide sufficient scrutiny of GBR decisions.

## 5. Indicative GBR model track access contracts

### 5.1 Principal areas of model contract change

- Network Rail references are replaced with GBR where GBR will become the relevant contracting party.
- References to the Network Code are replaced or aligned with the proposed GBR Code.
- Access rights language is adapted for Capacity Commitments and the Capacity Commitments Register.
- Part D terminology and timetable processes are updated.
- Contract variation provisions are being consolidated and adapted for the future role of GBR and ORR.
- Dispute and appeal clauses are aligned with the revised Part M.
- Schedules 4, 7 and 8 broadly preserve familiar compensation, charging and performance structures, subject to necessary terminology and governance changes.

A more detailed table summarising changes is provided in Annex A.

### 5.2 Core model contract drafting principles

- A. Necessary change: Retain the existing ORR model contract wherever it can operate effectively; change only what is needed for GBR, the future legislation or alignment with the wider framework.**

The starting point has been to retain the existing ORR model contract where possible.

The proposed TACs are not intended to be a wholesale redesign of the contractual framework. Instead, changes have generally been limited to those that are necessary to:

- reflect the establishment of GBR and its proposed statutory functions;
- replace references to Network Rail where appropriate;
- standardise wording and formatting across the different track access contracts where this can be done without altering the substantive meaning or effect of the provisions;
- align contractual provisions with the emerging GBR Code framework;
- align terminology with the Railways Bill and associated industry reforms; and
- provide a legal mechanism for the continued operation of existing rights and obligations following transition.

Where an existing provision remains capable of operating effectively under the future framework, it has generally been retained.

- B. Continuity of protection: Preservation of established commercial and operational arrangements.**

A key objective has been to provide continuity for operators, funders and other industry stakeholders. The development of the model contract drafts has considered carefully how best to preserve the established allocation of rights, obligations, risks and protections currently contained within the existing model contract.

For example, the methodologies in Schedules 4, 7 and 8 are retained, with changes limited to those required to reflect the transition from Network Rail to GBR, updated terminology for timetable processes under Part D, changes to the role of ORR and revised appeals processes.

Similarly, Clauses 10 and 11, concerning liability and indemnities, and Clause 17, concerning force majeure, have generally only been updated to reflect the transition from Network Rail to GBR. The Freight TAC is an exception in that it has also been updated to reflect the proposed withdrawal of Local Outputs from the contracts due to them no longer being a recognised industry process.

The intention is that operators should continue to enjoy contractual protections and access arrangements following transition that given them appropriate confidence to do business, with amendment limited to the areas needed to give effect to legislative or governance changes.

**C. Alignment: Reflect GBR as contracting party, the GBR Code, the AUP, Capacity Commitments and revised governance and appeal arrangements.**

Where changes have been proposed, they are principally intended to align the contract with the wider reform programme.

This includes:

- introduction of GBR as the contracting party;
- reflecting the proposed changes to the role of ORR and the responsibilities to be conferred on GBR under the Railways Bill and wider industry reform programme;
- replacement of references to the Network Code with references to the GBR Code where appropriate;
- alignment with the proposed Access and Use Policy and related industry documents;
- incorporation of terminology and concepts introduced through the Railways Bill.

References to Network Rail, in its role as infrastructure manager, have been replaced with references to Great British Railways, which will replace Network Rail as a party to the contract. The majority of obligations placed on Network Rail under the existing contract have therefore been updated to refer to GBR.

Where ORR currently has an approval role, or an obligation to publish material that is expected to fall away under the Railways Bill, the drafting seeks to reflect those functions passing to GBR where appropriate, including in relation to charges and compensation mechanisms, and to remove ORR approval of contractual changes.

Other changes reflect the move to Capacity Commitments under the Access and Use Policy. This includes the proposed move away from access rights specified inside Schedule 5 of Model Contracts (passenger models) Tables 2.1 and 2.2 or (Freight model) the Rights Table of Schedule 5 - towards Capacity Commitments held in a central register.

**D. Consistency: Use common definitions and rely on industry codes or schemes where duplication in each contract would create inconsistency.**

A further objective has been to maintain consistency between the TAC, the GBR Code, the Traction Electricity Rules and other relevant industry documentation.

Where concepts are expected to sit primarily within industry codes or schemes, the TAC generally seeks to reference and support those arrangements rather than duplicate them. Definitions within the TACs have also been updated to reflect that definitions within the Code are now held in Part A.

Many of the terminology and drafting changes within the track access contracts relate to timetable processes, reflecting proposed changes to Part D, including the move to Timetable Proposals and Train Slot Variations, and the removal of terms such as Principal and Subsidiary Change Dates.

Within the Freight model, references to Local Outputs have been removed to reflect the proposed changes to Part L and to align with current industry practice.

### 5.3 Model contract feedback

In seeking alignment of contracts with GBR strategy and objectives, respondents' views would be welcome when addressing the consultation questions on:

- whether consequential changes arising from the Railways Bill or GBR Code have been appropriately captured;
- whether proposed amendments successfully support implementation of GBR and whether the proposed drafting could go further to support the strategic objectives of GBR;
- whether the draft successfully preserves existing contractual protections and operational certainty;
- whether the proposed arrangements for changing contracts strike an appropriate balance between flexibility to support future railway requirements and contractual certainty for access beneficiaries;
- whether anything material has been omitted that is required to support the Access and Use Policy and GBR Code; and
- whether respondents support the proposed use of a separate transitional or bridging agreement, and the reasons for that view.

Consultees should note that this consultation presents four indicative model contracts for different types of services. Each model has an equivalent in the current ORR models. These four models do not represent the full range that we propose GBR develops: this list in in the draft Access and Use Policy and the consultation on that policy includes questions on that range. Depending on the consultation responses, we expect to develop and consult on additional model contracts in due course.

### 5.4 Consultation Questions: Model Track Access Contracts

The following specific questions can be responded to using the on-line response form:

- **Have consequential changes arising from the Railways Bill or proposed GBR Code been appropriately captured?**
- **Where could the proposed drafting go further to support the functions and duties of GBR as set out in the Railways Bill?**
- **Do the proposed contracts adequately explain their relationship with the GBR Code, Access and Use Policy, Charging Scheme, Performance Scheme and Traction Electricity Rules?**
- **Are the force majeure, liability, claims and liability-cap provisions clear and proportionate?**
- **Are the proposed grounds and safeguards for GBR-led contract variations clear, proportionate and sufficiently certain?**
- **Are the proposed terms relating to Firm and Contingent Capacity Commitments, and the proposed Commitments Register, sufficiently clear to allow rights to be identified and enforced?**  
(Please note that questions on the format of the Commitments Register are in the Consultation on 'Templates for Commitments and Planning')
- **Are there any areas where proposed drafting does not successfully preserve existing contractual protections and certainty?**
- **What drafting changes would improve clarity, legal certainty or practical administration without undermining the policy intent?**

We welcome constructive feedback and alternative drafting suggestions where stakeholders consider these would better achieve the principles described above.

## 6. Draft GBR Code

The draft GBR Code builds on the existing Network Code rather than replacing it with an entirely new framework. In many areas, existing industry processes, protections and contractual concepts have been retained because they continue to perform important functions and remain familiar to railway users.

The principal purpose of many amendments is to align the Code with the future Great British Railways framework, to improve clarity, and to ensure that governance arrangements reflect GBR's role as the future owner and manager of the access framework.

The consultation therefore focuses on changes which materially affect governance, decision-making, capacity management or routes of challenge, rather than consequential updates to terminology or institutional arrangements.

### 6.1 Assessing the level of change

The level of change shown in this consultation reflects a subjective view of practical effect.

A change is treated as significant only where a reasonable operator, applicant, funder, freight customer, regulator or affected party would experience a materially different right, obligation, protection, process, decision-making test, governance outcome or appeal route.

Drafting volume is not used as a proxy for policy change.

Replacement of Network Rail with GBR, updated statutory references, renaming without legal effect, moving provisions between Parts, consolidation and simplification are not treated as substantive reform on their own.

| Level                  | Meaning                                                                              | Typical indicators                                                                                               |
|------------------------|--------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| <b>Lower</b>           | Continuity, clarification or consequential updating.                                 | No material change to rights, protections, process or governance outcome.                                        |
| <b>Low to Moderate</b> | Governance consolidation or restructuring with limited expected operational effect.  | New structure or clearer process, but underlying substance largely carried forward.                              |
| <b>Moderate</b>        | Meaningful evolution of process or governance, but not a wholesale policy shift.     | Changes to process or planning framework that users need to understand and apply.                                |
| <b>Significant</b>     | Substantive reform likely to affect rights, protections, decisions or appeal routes. | Material change to who decides, how decisions are made, how capacity is managed or how decisions are challenged. |

## 6.2 Scope of change by Code Part

| Part | Level           | Characterisation                            | Reason                                                                                                                                                                                |
|------|-----------------|---------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A    | Lower           | Continuity and modernisation                | General machinery, consolidates definitions and publication provisions.                                                                                                               |
| B    | Significant     | Performance monitoring governance evolution | Core monitoring and escalation remains familiar; governance of DAPR and PDAC changes in line with Part C governance reform. Shorter appeals route to Dispute Resolution Body and ORR. |
| C    | Significant     | Code governance reform                      | GBR-led consultation and decision-making replace representative voting as the principal model.                                                                                        |
| D    | Moderate        | Capacity and timetable evolution            | Industry-developed processes are aligned with Capacity Commitments and the wider framework.                                                                                           |
| E    | Lower           | Continuity                                  | Environmental arrangements broadly carried forward.                                                                                                                                   |
| F    | Low to Moderate | Continuity and targeted modernisation       | Vehicle Change regime broadly retained.                                                                                                                                               |
| G    | Moderate        | Network Change modernisation                | Processes are adapted, including treatment of complex projects and supporting governance.                                                                                             |
| H    | Lower           | Operational governance consolidation        | A clearer Railway Operational Code structure, subject to the detailed content transferred.                                                                                            |
| J    | Significant     | Capacity Commitment management              | Review, transfer, surrender, reassignment and Better Use changes (principles are intended to be the same as today).                                                                   |
| K    | Lower           | Information and transparency                | Information machinery is aligned with the future framework.                                                                                                                           |
| L    | Lower           | Performance cooperation continuity          | Performance improvement obligations are largely retained.                                                                                                                             |
| M    | Significant     | Dispute and appeal reform                   | New distinction between contractual dispute processes and statutory appeal routes.                                                                                                    |

## 6.3 Part by Part Summary of Proposed Changes to the Network Code

### Part A

A consolidation of definitions and key concepts which are currently distributed across different parts of the Network Code and related documents. This is intended to improve readability, reduce duplication and support more consistent interpretation of the Code as a whole. The approach also helps ensure that common concepts are defined once and applied consistently across the framework, reducing the risk of conflicting terminology or different interpretations emerging between individual Parts.

While a number of new definitions are introduced to support concepts such as Capacity Commitments, Infrastructure Capacity Plans and the Access and Use Policy, the principal purpose of Part A is to improve coherence, consistency and usability rather than to alter substantive rights and obligations.

### Part B



The draft retains the existing performance monitoring and delay attribution framework, including the core arrangements for recording delays, cancellations and performance information.

Consistent with the wider governance reforms proposed elsewhere in the GBR Code, responsibility for maintaining and publishing the GBR Code's supporting industry documents, including the Delay Attribution Principles and Rules (DAPR) and the Performance Data Accuracy Code (PDAC) would sit with GBR.

The existing advisory stage in disputes involving the Delay Attribution Board would also be removed. This has the effect of potentially shortening the timeframe before a delay attribution dispute can be escalated to the Dispute Resolution Body.

The consultation is not proposing a fundamental change to how performance is monitored, or how delay attribution operates, but rather a change to how the supporting framework is maintained and governed.

## **Part C**

Part C and its changes in becoming the GBR Code sit at the heart of the constitutional change being delivered.

Responsibility for maintaining, updating and publishing the Code moves from an industry committee and voting model to a model in which GBR is responsible for decision-making, subject to consultation, publication of reasons and rights of appeal to ORR.

The current Network Code relies heavily on representative industry committees, voting structures and associated approval arrangements. Under the proposed GBR Code, GBR would become responsible for maintaining, administering and publishing the Code.

Stakeholders would continue to have opportunities to propose changes and make representations, but future amendments would be managed through consultation, publication of supporting material, consideration of responses and publication of decisions with reasons. Decisions would be appealable to the ORR.

This represents a significant constitutional change in how the Code is governed and reflects the wider policy objective of establishing GBR as the directing mind of the railway while maintaining accountability through transparency, consultation and challenge.

## **Part D**

Changes are introduced to the framework through which timetable planning and capacity allocation would operate alongside Capacity Commitments and the wider Access and Use Policy architecture. These proposals have not been developed by GBR in isolation. Many of the changes reflect extensive whole-industry process reform work, undertaken collaboratively over recent months. The proposed changes build on the existing arrangements, simplifying them where appropriate and ensuring alignment with the requirements of the Bill.

AUP concepts such as Infrastructure Capacity Plans and Capacity Commitments provide clear links to the new GBR frameworks while retaining many of the disciplines and processes familiar to industry users today. These have resulted in a new Draft Working Timetable concept and revisions to the prioritisation of allocation.

The consultation seeks views on whether the drafting achieves an appropriate balance between strategic planning, contractual certainty and usability for industry planners.

## **Part E**

Part E largely preserves the existing environmental protection framework and the lower level of change is principally concerned with updating references and aligning the provisions with the future GBR framework.

## **Part F**

Part F has a low-moderate level of change. The regime continues to provide a contractual framework for assessing and managing vehicle changes and their consequences.

The underlying structure of consultation, assessment, objection rights and implementation should remain familiar to existing industry participants. The principal changes relate to the transition to the GBR framework (including recognising GBR as an operator of trains within the context of part F), updated governance arrangements, alignment with other parts of the GBR Code, and progressing of decision making.

Changes are principally evolutionary rather than transformational and are intended to ensure that the established Vehicle Change process operates effectively within the wider GBR framework, supports effective decision-making aligned to long term plans, and provides for consultation requirements, objection rights, compensation arrangements and other protections.

## **Part G**

Part G reflects the existing Network Change and Complex Projects frameworks, including arrangements for agreeing project scope, consultation, objection rights and compensation.

The principal changes relate to the alignment of Network Change decision-making with GBR's wider duties, Access and Use Policy and infrastructure planning functions including its long term plans.

Part G's fundamental purpose of protecting parties affected by changes to railway infrastructure remains, with the framework including concepts and procedures to support the management of complex projects, maintain alignment with long-term programmes and progress changes - taking into account GBRs plans and duties, mitigation, compensation or other responses to notices.

The consultation seeks views on whether these arrangements provide a better balance between enabling network enhancement and preserving existing protections, consultation rights and compensation arrangements.

## **Part H**

Part H is one of the less radically changed Parts of the GBR Code. The underlying concept, structure and much of the drafting are carried across from the current Network Code. The main changes are constitutional and governance-related rather than operational.

The largest shifts are: replacing Network Rail/ORR governance with GBR governance (this includes the ORR no longer publishing ORR ROC Criteria, with criteria set out in the Code instead), widening participation from Train Operators to holders of Capacity Commitments, and linking the Railway Operational Code (ROC) more explicitly to GBR's statutory duties and the Access and Use Policy (AUP).

While the substantive ROC provisions will require further review and updating to reflect current operations as well as the shift to GBR, this present consultation is on the governance processes that would put the framework in place to deliver this, rather than presenting ROC sections at this stage.

**Part J**

Part J retains the existing policy intent of ensuring that capacity is used efficiently and can be surrendered, transferred, reviewed or changed where justified. This is one of the more substantially reworked Parts of the GBR Code with mechanisms recast around Capacity Commitments rather than Access Rights, and GBR's role as an operator of services expands its role in Part J from administrator to also being a participant.

Many existing ORR approval and consent mechanisms fall away, and disputes are integrated with the wider GBR governance and appeals framework.

**Part K**

Part K continues to provide the framework for the exchange of information between infrastructure managers, operators and other access holders. The underlying objective remains unchanged: to ensure that parties have access to the information reasonably required to plan their businesses, make operational decisions and participate effectively in railway planning processes.

Information-sharing obligations, confidentiality protections and dispute mechanisms are retained, reflecting the continuing importance of transparency and informed decision-making across the railway.

The principal change is simplification. The current Network Code contains detailed provisions requiring the production of Network Rail Annual Information, Monitoring Information and associated reporting cycles. In the draft GBR Code these categories are removed, leaving a more focused framework centred on the provision of Requested Information and the circumstances in which information may reasonably be sought and provided.

Much of the information currently provided through Part K is expected to be available through other GBR planning, publication and governance processes

**Part L**

Part L continues to provide the framework through which GBR and operators work together to improve railway performance.

The principal changes are consequential on the wider GBR framework. References to industry bodies and existing governance arrangements are updated, participation is aligned with the new access framework, and the Part operates alongside the revised performance, dispute resolution and governance arrangements elsewhere in the Code. The consultation does not propose a fundamental change to the policy objective of collaborative performance improvement.

The focus remains on collaboration, joint performance review, performance improvement planning and the development of remedial measures where performance falls below agreed expectations.

GBR participates acting as an operator in this section, as well as the infrastructure manager. The core objectives of supporting continuous improvement, encouraging cooperation between parties and maintaining a structured approach to performance management are largely unchanged from the current Network Code.

## 6.4 The approach to Dispute Resolution

In respect of **Part M** this consultation is interested in consultees' views on the approach that should be followed as a whole; as well as seeking opinions on the example provided in the draft.

The drafting included in Part M reflects GBR's current leading option. It is included so consultees can comment on how that approach would operate in a contractual provision. However, GBR is consulting on a range of approaches and, having considered consultation responses, may adopt a different model or revise the Part M drafting substantially before implementation

### A range of options

GBR could meet its requirement to set out a procedure for resolving disputes relating to the working timetable in a number of ways –the proposed draft of Part M in this consultation is just one way forward.

Potential options include:

- **GBR Internal Disputes Body**  
GBR establishing a functionally independent, internal, timetable dispute resolution procedure - able to make decisions and overturn / substitute decisions in its determinations. All access decisions being statutorily appealable to ORR.
- **Independent Body - Advisory Only**  
Establish an independent Dispute Resolution Body as an advisory only body for non-binding mediation / arbitration only on all matters. Following its processes, timetabling and other applicable statutory appeals could be heard by the ORR.
- **(As drafted for consultation) A dual-track approach**  
Statutory access decisions facilitated by an independent Dispute Resolution Body as part of the statutory appeal route, with commercial disputes determined through independent industry adjudication.
- **Independent resolution for "industry adjudication" of contractual disputes**  
An independent Disputes Resolution Body for determinative, binding, disputes about what rights exist and whether someone has complied with them. This would only consider only disputes over rights and obligations that sit outside of the ORR's jurisdiction (Examples of these may include commercial and contractual interpretation disputes, compensation and damages issues)
- **Independent Disputes Body as today but without ORR appeals on its decisions**  
Maintaining much of the current framework for disputes in line with today's ADRR. However, access decisions by a dispute body would no longer be appealable to the ORR, as the ORR would not have suitable powers to hear appeals as they do today. The appeals stage of the current model would require changes to reflect the legislative changes.

## 6.5 Part M

This dual-track approach is the example set out in Part M – and it seeks to prevent a Dispute outcome becoming a ‘decision’ that is outside of ORR’s domain as the statutory appeals body under the Act while retaining binding industry determination for specified contractual and commercial disputes.

Disputes would be routed, with the Dispute Resolution Body’s assistance, to either a Determinative Process or a Facilitative Process. The Dispute Resolution Body could set its own governance, procedural rules and processes, although the GBR Code prevails over conflicting rules or processes relating to it, and the body may exceptionally decline matters better suited to the ORR or to permit court or comparable proceedings.

Where statutory right of appeal to ORR applies (e.g. access) disputes are subject to facilitative resolution procedures by an independent disputes body in order to help the parties clarify issues, test positions and seek agreement. Its outcomes could include specific and detailed recommendations for GBR as a result, and while facilitative outcomes would be non-binding, any final decision not to follow such outcomes would itself be a GBR decision appealable to the ORR (along with the underlying dispute) and would need to be supported by a rationale.

This mechanism allows the final statutory ability to appeal to ORR that is required under the Bill to be offered to all parties as ORR does not have statutory powers to hear appeals on the decisions of any bodies other than GBR (including decisions formally taken by an independent dispute body).

Under this approach, GBR may designate one or more Dispute Resolution Bodies to provide dispute resolution services. However, nothing in Part M limits any statutory or contractual right to appeal a decision to the ORR.

## 6.6 Consultation Questions: GBR Code

The following questions can be responded to using the online response form:

### Part A:

- Does a single set of definitions provide comprehensive clarity for the rest of the GBR Code?
- Are any definitions capable of altering the practical effect of existing rights or obligations and if so, what are they?

### Part B:

- Should governance arrangements for changes in performance rules and codes be subject to the same transparent, consultative and appealable approach as is established for the rest of the GBR Code?
- Are the governance arrangements for DAPR and PDAC changes sufficiently transparent?
- The proposed removal of a stage before seeking the services of the Dispute Resolution Body (or ultimately ORR) seeks to offer a potentially faster route to resolving disputes around delay attribution; are there any other changes that you believe could assist in this process?

### Part C

- Does the proposed governance framework appropriate and workable in light of the new industry structure, and are there any changes that would be helpful?

### Part D

- Does Part D provide clarity and enough understanding for the timetable planning community through the changes that have been made?
- Is the new Part D workable?
- What (if any) further detailed process and operating models are needed to support the updates?

- Do you consider that the proposed changes support the AUP framework and provide for the production of a high-quality timetable?

**Part E**

- Do the existing environmental protection provisions remain clear and workable in the GBR context?
- Are there any issues that should be addressed before implementation?

**Part F**

- Does Part F provide for vehicle change protections and processes in a workable form?
- Will the proposed changes provide for necessary modernisation and GBR alignment?

**Part G**

- Does Part G provide an appropriate framework for managing GBR's Network Change?
- Are the proposed Part G provisions clear, proportionate and workable?
- If affected parties need more opportunity to influence Network Changes how could this be included?

**Part H**

- Does the ROC framework provide for clarity and maintainability of operational requirements?
- Are arrangements for developing and amending ROC materials sufficiently transparent?

**Part J**

- Does Part J provide the right balance between efficient use of capacity and long-term certainty?
- Are additional provisions needed for freight, open access operators, or other capacity commitment holders as part of the Capacity Commitment management framework?

**Part K**

- Does the revised Part K continue to provide access parties with the ability to request any relevant information?

**Part L**

- Does Part L provide an effective framework for GBR, operators and other relevant parties to work together to improve railway performance?

**Part M**

- Considering the different range of options for dispute resolution set out in the consultation document, what are your views of the benefits and disbenefits of each one, are there key elements that any of them offer that you would wish to see retained in a final draft of the GBR Code?
- In respect of the draft developed for the GBR Code document (the dual-track approach) do you believe this could be adapted to offer a practical way forward and what changes would you suggest to improve this model?

## 7. Station and depot access framework for GBR

The current station and depot conditions were developed for a structure in which Network Rail, Station Facility Owners, Depot Facility Owners and operators could have separate ownership, operational and maintenance responsibilities. Where GBR assumes the relevant roles, provisions designed solely to divide responsibilities between those bodies may no longer be needed or may need to be relocated.

Network Rail, all existing DfTO (DfT Operator) Train Operators (TOC) and DfT contracted Train Operators will become part of GBR, and it will manage station and depot access through an integrated contractual framework made up of model contracts, facility-specific schedules or annexes, and common contractual Codes.

As with the GBR Code the proposed changes are intended to be necessary, reasonable and proportionate. The aim is not to redesign the station and depot access regime wholesale, but to make the existing framework legally effective and operationally workable under GBR, while preserving existing rights and established protections wherever they remain appropriate:

- Create separate GBR Station and Depot Codes for GBR facilities while leaving non-GBR facilities within the existing ORR-regulated framework.
- Align change control with a common consultation-led approach rather than relying on legacy voting and requisite-majority structures.
- Remove or update obsolete approval, franchising and institutional references.
- Place generic rules in the relevant Code, contract-specific rights in the access agreement and genuinely site-specific information in annexes or maintained records.
- Simplify maintenance and repair provisions where GBR holds both infrastructure and operational responsibility, while retaining enforceable obligations and necessary facility information.
- Preserve current commercial charging outcomes for transition where possible, with substantive future charging reform treated separately.
- Retain performance and remedy provisions where they provide meaningful protection, particularly for depot users.

The framework components of GBR station and depot access will be:

| Component                                    | Role                                                                                                                            |
|----------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|
| <b>GBR Station Code</b>                      | Common contractual rules for use of all GBR stations.                                                                           |
| <b>GBR Depot Code</b>                        | Common contractual rules for use of all GBR depots.                                                                             |
| <b>Model Station Access Agreements</b>       | Standard contractual templates for access to all GBR stations (separate versions for Freight, Charter, Passenger, Diversionary) |
| <b>Model Depot Access Agreements</b>         | Standard contractual templates for access to all GBR depots (Beneficiary and non-Beneficiary)                                   |
| <b>Station and depot annexes / schedules</b> | Facility-specific information, plans, existing agreements and operational details where appropriate.                            |
| <b>Digital repository</b>                    | A future location for maintained information that is better managed outside static contractual annexes.                         |

Depending on the arrangements in Scotland additional Scottish versions of the Codes and Contracts may be required. These will be based on the consultation versions, amended to reflect Scots Law.

## 7.1 Assessing the level of change

The level of change shown in this consultation reflects a subjective view of practical effect.

A change is treated as significant only where a reasonable operator, applicant, funder, customer, regulator or affected party would experience a materially different right, obligation, protection, process, decision-making test, governance outcome or appeal route.

Drafting volume is not used as a proxy for policy change.

Replacement of Network Rail with GBR, updated statutory references, renaming without legal effect, moving provisions between Parts, consolidation and simplification are not treated as substantive reform on their own.

| Level                  | Meaning                                                                              | Typical indicators                                                                                               |
|------------------------|--------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| <b>Lower</b>           | Continuity, clarification or consequential updating.                                 | No material change to rights, protections, process or governance outcome.                                        |
| <b>Low to Moderate</b> | Governance consolidation or restructuring with limited expected operational effect.  | New structure or clearer process, but underlying substance largely carried forward.                              |
| <b>Moderate</b>        | Meaningful evolution of process or governance, but not a wholesale policy shift.     | Changes to process or planning framework that users need to understand and apply.                                |
| <b>Significant</b>     | Substantive reform likely to affect rights, protections, decisions or appeal routes. | Material change to who decides, how decisions are made, how capacity is managed or how decisions are challenged. |

## 7.2 Simplification of Station and Depot Documentation

The existing Access Conditions and Annexes contain;

- historic and duplicated information
- generic rules in site specific annexes
- provisions rarely or never used
- split of accountabilities between Network Rail and the Facility Owner
- Collateral Agreements and Connection Agreements

We propose to simplify the information architecture for station and depot access documents using the following principles:

| Information Type               | Future Location      |
|--------------------------------|----------------------|
| Generic rules                  | Station / Depot Code |
| Contract specific rights       | Access Agreement     |
| Site-specific data             | Annexes              |
| Obsolete information/contracts | Removed              |



Stakeholder feedback consistently observed that significant portions of annexes have become outdated and that significant time is taken finding information because it is not contained in the logical document. Simplification in principle was supported, but some parties wanted assurance that information will not become less visible or less governed.

In simplification we were mindful that:

- information needed to understand contractual rights should be identifiable and accessible
- operational information should be kept current by the relevant asset or facility owner
- digital records should have clear ownership, version control and access permissions
- beneficiaries should know whether information is contractual, evidential or operational reference material
- prospective beneficiaries should be able to obtain sufficient information to understand facility capabilities and access opportunities.

Through a process of triaging, we have moved rights, obligations and processes to the logical document. For depots, this process has enabled the removal of Depot Specific Annexes completely. Contract terms are now simply split between the Depot Code and Depot Access Agreement. Collateral Agreements are no longer required as GBR will have a direct contractual relationship with Beneficiaries. Connection Contracts at GBR Depots also become obsolete as GBR is the Facility Owner of both the Network and the Depot.

### 7.3 Principal areas of change for Station/Depot Access Conditions

Currently Station and Depot Access Conditions exist under the ORR framework. GBR will introduce a GBR Station Code and GBR Depot Code because:

- GBR will be both the Facility Owner and Operator at GBR Stations and Depots
- existing Station and Depots Access Conditions will continue to be used by some non-GBR Facility Owners.
- the creation of GBR as an integrated body, removal of the approval role of ORR and the end of franchising required significant changes to the current Access Conditions, including the removal of many obsolete provisions.
- it is not feasible to amend the existing versions as they will still be required by some non-GBR Facility Owners.

We needed to create new versions of these Conditions and to distinguish them from ORR versions we have named them the GBR Station Code and the GBR Depot Code. These Codes will only be used at GBR Stations and Depots (stations and depots where GBR is the Facility Owner). Our starting point for the new Codes were the existing Access Conditions supporting our core principles of continuity and preservation of rights.

We are proposing that GBR will initially maintain separate Codes for stations and depots because:

- station and depot access arrangements have different operational characteristics
- consolidation would increase implementation risk
- Beneficiaries are familiar with separate contractual regimes and
- future simplification can be considered after the new framework has bedded in.

Annex C and Annex D provides details of the changes to the station and depot access conditions. The table below provides a summary of those changes.

**Station Code (Depot Code)**

| Part  | Level           | Characterisation                                   | Reason                                                                                                                                                                      |
|-------|-----------------|----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 (A) | Lower           | Continuity and modernisation                       | General machinery, definitions and publication provisions.                                                                                                                  |
| 2 (B) | Significant     | Code governance reform                             | GBR-led consultation and decision-making replace representative voting as the principal model.                                                                              |
| 3 (C) | Lower           | Continuity                                         | Station (Depot) change arrangements broadly carried forward.                                                                                                                |
| 4 (D) | Moderate        | Maintenance repair and renewal evolution           | Removal of provisions related to historic Landlord and Tenant relationship between NR and the TOC as both will be GBR. Simplification of repair and maintenance obligations |
| 5 (E) | Lower           | Continuity                                         | Insurance arrangements broadly carried forward.                                                                                                                             |
| 6 (F) | Low to Moderate | Continuity and targeted modernisation              | Charging regimes retained and interim solution developed for remainder of CP7                                                                                               |
| 7 (G) | Low to Moderate | Continuity and targeted modernisation              | Amended to permit GBR to enter into additional agreements if they don't create a "Relevant Restriction"                                                                     |
| 8 (H) | Lower           | Continuity                                         | Amended to remove Landlord and Tenant relationship and reference provisions                                                                                                 |
| 9 (I) | Significant     | Provision of information                           | Station/Depot Register concept removed and replaced with general User right to request information                                                                          |
| 12    | Moderate        | Performance Monitoring regime for managed stations | Regime removed as redundant                                                                                                                                                 |

**7.4 Core model contract drafting principles**

We have adopted the same principles as Track Access Contracts which are set out in 5.2 above.. The principal areas of change are:

- Network Rail references are replaced with GBR where GBR will become the relevant contracting party.
- References to the Access Conditions are replaced or aligned with the proposed GBR Code.
- Contract variation provisions are being consolidated and adapted for the future role of GBR and ORR.
- Dispute and appeal clauses require alignment with the revised Part M of the GBR Code.

Detailed tables summarising changes are provided in Annex C and Annex D.

## 7.5 Maintenance and Repair

Current maintenance and repair provisions are primarily built around a historic split of responsibility between Network Rail as infrastructure owner and the Facility Owner as operator. The existing access framework uses detailed annexes, inventories, condition records and allocation provisions to identify who is responsible for particular assets, equipment, elements, works, repairs and renewals.

In practice, those provisions perform several functions:

- allocating responsibility for maintenance, repair and renewal between separate parties
- recording equipment and element inventories
- supporting threshold claims and other historic allocation mechanisms
- distinguishing between works undertaken by the infrastructure owner, the DFO/SFO and Users
- recording site specific information in annexes and registers
- providing evidence of condition, critical assets and existing arrangements.

They reflect a landlord-and-tenant style model under which different parties may own, operate, maintain or be responsible for different parts of the station or depot. They also assume that site-specific annexes and registers are an appropriate place to record detailed asset information.

We propose to simplify the maintenance and repair framework for GBR stations and depots and to move towards a clearer standard based on GBR's integrated responsibility:

- GBR will be responsible for both the infrastructure and operation of GBR stations and depots
- generic maintenance, repair and works obligations will sit in the GBR Station/Depot Code where they need to apply consistently
- site specific contractual rights or obligations will sit in the access agreement where they are needed for a particular facility or beneficiary
- obsolete provisions used only to allocate responsibility between Network Rail and a separate facility owner will be removed
- equipment and element inventories whose main purpose is to allocate maintenance responsibility between separate parties will not be retained in their current form
- the Statement of Condition and similar landlord/tenant provisions will be removed or replaced by general maintenance obligations
- critical asset information, depot plans and relevant facility information will be retained or made available where beneficiaries reasonably need it to understand rights, obligations or available services

The proposed approach is not intended to remove information that Users reasonably need. It is to make sure that maintenance and repair obligations are located in the right contractual document, while avoiding obsolete asset-allocation machinery that is no longer needed where GBR is responsible for both the infrastructure and its operation.

The change is proposed because the current maintenance and repair framework was designed for a different industry structure. Under the existing model, detailed inventories and condition schedules help allocate responsibility between Network Rail and a separate Facility Owner. Under GBR, those roles will come together for GBR stations and depots. GBR will have sole responsibility for managing and operating these facilities, so many provisions that exist only to divide responsibility between separate parties become unnecessary.

The change also supports the wider principles of simplification, transparency and necessary change only. The existing annexes are often old, detailed and difficult to navigate. Some provisions are generic rather than genuinely site-specific, while others are obsolete or rarely used.

Simplification does not mean reducing practical certainty:

- maintenance and repair obligations remain enforceable by Users
- Good Industry Practice and relevant industry standards will continue to inform the required standard
- critical asset and facility information will remain accessible where reasonably necessary
- Users will continue to have contractual dispute routes where GBR fails to meet its obligations
- we intend to improve access to station and depot information through digital records where this is more effective than static annexes with clear ownership, version control, access arrangements and governance.

## 7.6 Performance and Remedies

The current station and depot access framework contains a mixture of contractual performance obligations, reporting requirements, remedy provisions and liability protections. These provisions sit across the Access Conditions, individual access agreements and, in some cases, facility-specific annexes or schedules. In broad terms, the current arrangements are designed to:

- require the Facility Owner to provide access and services in accordance with the relevant access contract
- provide contractual consequences where a party fails to comply with its obligations
- allocate liability between the Facility Owner, Users and other beneficiaries
- address the consequences of disruption, delay, non-availability of facilities or failure to provide contracted services
- preserve contractual dispute routes where a party considers that another party has failed to perform
- sit alongside wider industry performance, compensation and delay attribution regimes where relevant

We propose to clarify the performance and remedies framework and only remove obsolete provisions:

- core performance and service obligations will continue to be enforceable through the relevant Station Code, Depot Code and access agreement
- obligations will apply to GBR in its capacity as the provider and operator of railway passenger services and any related train services
- obsolete provisions that depend on the historic split between Network Rail and a separate Facility Owner will be removed or updated
- depot performance provisions will be retained where they protect Users against service unavailability, delay or failure to provide contracted depot services
- station performance provisions, which were only a feature of Network Rail managed stations and never used will be removed
- indemnity and liability provisions will be retained where they remain necessary to provide a meaningful remedy
- Contractual dispute routes, including escalation to the relevant dispute body where applicable, will remain available

Simplification is not intended to leave Users without recourse where GBR fails to provide access, facilities or services in accordance with the contract. Performance and service obligations will remain contractual obligations. However, many provisions were developed for a fragmented industry structure in which Network Rail, SFOs, DFOs and operators had distinct roles. These roles will change under GBR, and the structure of the

performance and remedies provisions need to change too. This will create a clearer and more coherent remedies framework for GBR stations and depots.

Stakeholders indicated that performance and remedies, particularly for depots, are a sensitive area where they require clear assurance. There were concerns that this could reduce practical protection where a User suffers loss, disruption or operational impact if a depot facility, service, movement slot or maintenance activity is unavailable or delayed. We propose to retain these remedies and only remove those that relate to the historic split between Network Rail and a separate Facility Owner.

Where GBR is acting as a Service Provider, Users will still have rights under the Railways (Access, Management and Licensing of Railway Undertakings) Regulations 2016 (the AMR). Provisions in Regulation 6 (Access to Services) and Regulation 32 (Appeals to the regulatory body) will still apply to GBR where it is acting as a Service Provider

Concerns were also raised that if GBR was not required to enter into access agreements how would it be bound by the obligations in the Codes and contracts. Where relevant we have now made it clear that any contractual obligations apply to GBR both in its capacity as the provider and operator of railway passenger services and any related train services.

## 7.7 Impact of the new framework on operators

For stations and depots on the GBR network, the identity of the Facility Owner will determine which station and depot access framework will apply. Where GBR is the Station or Depot Facility Owner O/DFO its framework will apply.

Non-GBR station and depot facility owners will continue under the existing arrangements with ORR regulating access through the approval of new and amended access agreements. Where GBR operators require access to these facilities, they will be subject to the same ORR regulation. These template agreements will continue to be regulated by ORR, and they are reviewing the requirements for any amendments.

The table below gives some examples of which framework will apply:

| Who is the station/depot Facility Owner?                                         | Which contracts will be used?                                      |
|----------------------------------------------------------------------------------|--------------------------------------------------------------------|
| GBR (including any subsidiary of GBR)                                            | GBR Model Contracts and Codes                                      |
| Devolved Authority Concessions (MerseyRail, Rail for London, GTS Elizabeth Line) | Existing ORR Model Contracts and Access Conditions                 |
| Operator (non-GBR) owned facilities (Freight Depots, Southend Airport Station)   | Existing ORR Model Contracts and Access Conditions                 |
| Third Party Depot Operators (Stadler, Alstom, CAF, Hitachi, Siemens)             | Existing ORR Model Contracts and Access Conditions                 |
| Mayoral Strategic Authorities (TfGM, WMRE)                                       | Existing ORR Model Contracts and Access Conditions                 |
| Scottish or Welsh publicly contracted operators                                  | If they are subsidiaries of GBR, then GBR regulated, otherwise ORR |

## **7.8 Consultation Questions: Station and Depot Contracts**

The following questions can be responded to using the on-line response form:

- **Do the proposed contracts and Codes successfully preserve existing contractual protections and operational certainty?**
- **Have the consequential changes arising from the Railways Bill been appropriately captured?**
- **Could the proposals go further to support rail reform and the strategic objectives of GBR?**

## 8. Transition and bespoke arrangements

### 8.1 Access Contract transition process

It is recognised that, at the point of transition to the proposed new track access contract framework, operators and Network Rail/GBR may have accumulated extant and unresolved rights, liabilities, disputes, notices.

Consideration is being given to the most appropriate way to preserve parties' positions and provide for their subsequent resolution and views are invited on whether these matters should be dealt with within each new access agreement or through a separate bridging agreement. .

- Transitional provisions could be included within the new access agreements. A potential drawback of this approach is that it could add significant drafting to the new agreements for provisions that would necessarily have a limited operational life.
- An alternative approach under consideration is the adoption of a free-standing transitional or bridging agreement, entered into at the same time as the new access agreements. Such an agreement could provide for termination of the current access agreement and set out the treatment and resolution of accumulated issues. Any such agreement could itemise outstanding matters between the parties and identify the mechanism for their resolution, including the possible retention of those parts of the Network Code needed to support and inform the relevant issue, particularly where the Network Code differs materially from the GBR Code.

Any resolution mechanism would need to operate in the context of the Railways Act 2026 and a GBR endowed with new statutory functions, duties and powers. Consultees should also note that Part M of the draft GBR Code provides for new dispute resolution arrangements intended to be consistent with the new legislation.

In addition, bespoke contractual terms will need to be identified and expressly preserved, translated or replaced rather than assumed to carry across automatically.

## 9. Charges and Performance schemes: transition to Funding Period 1

This section sets out proposals for how GBR will approach the statutory regimes for charging and performance following the date when it assume legal access functions.

### 9.1 Proposed transitional approach between Access Day & Funding Period 1

In this consultation we are using the term “Access Day” to refer to the time when GBR assumes its legal functions relating to decisions on access to and the use of its infrastructure.

The Access and Use Policy (AUP) will establish the framework through which GBR will develop, set and amend the charges and performance schemes. As GBR is set to assume responsibility for access and use decisions from Access Day, transitional arrangements are required for the period between Access Day and the commencement of Funding Period 1 (FP1). These arrangements will apply until the first charges and performance schemes wholly developed by GBR take effect from the start of FP1. This section explains the transitional arrangements and how GBR intends to implement and administer the charges and performance schemes during that period.

The Government has been clear that the establishment of GBR should not create unnecessary uncertainty for operators or other users of the network. Consistent with this objective, the government has openly stated in its consultation outcome document “A railway fit for Britain’s future”, that it intends to honour the final determination made by the ORR on access charges (which encompasses the existing Schedule 4 and 8 performance schemes) for CP7.

Accordingly, the existing charging and performance scheme policies, methodologies and price list structure will remain in force. In the case of charges, the scheme will be applicable to GBR’s own operators and non-GBR operators. Whereas, the performance scheme will be disapplied to subsidiaries of GBR. The establishment of GBR will not, of itself, trigger a recalibration or redesign of the charges and performance schemes.

To support implementation, it is the intention that GBR will publish an interim Charges Scheme Statement (CSS) and Performance Scheme Statement (PScS) ahead of Access Day. These documents will each consolidate the existing charging and performance scheme frameworks into a single source and provide a clear statement of the arrangements that will apply following transition. For the avoidance of doubt, it will bring together material currently published by ORR and Network Rail.

The charges and performance schemes will continue to be given effect through operators’ access contracts during the transitional period. The interim CSS and PScS will consolidate and explain the applicable framework, while the relevant access contract provisions will continue to provide the contractual mechanism through which charges and performance schemes apply.

While the underlying charging and performance scheme arrangements will initially remain unchanged, GBR will assume responsibility for administering and maintaining them. For charges and performance schemes, GBR will take on all of Network Rail’s current responsibilities. It will also assume new responsibilities for charges and performance scheme functions currently discharged by ORR. For example, consenting to new Variable Usage Charge rates, approval of new Schedule 4 and 8 parameters for new operators, or other amendments to parameters as required by circumstances warranting a recalibration (e.g. berthing offset changes).

In exercising these functions, it is anticipated that GBR will take into account the policy intent and principles reflected in ORR’s CP7 determination, while acting as the primary decision-maker as established under the new legislative framework. Stakeholders affected by decisions taken by GBR will be able to follow the appeals arrangements established under the Railways Bill, with ORR performing its future role as the relevant appeals body.

The purpose of the transitional scheme is not to revisit the policy decisions made through ORR’s CP7 determination, but to preserve them through the transition to GBR and provide a legally compliant basis for GBR to discharge its legislative responsibilities from Access Day. Appeals during the transitional period will therefore be limited to cases where GBR has not applied the scheme as determined by ORR, rather than challenges to the underlying policy decisions themselves.



## 9.2 Assessment of GBR's statutory duties in respect of transition

### Charges

Although GBR's statutory duties are wide-ranging, we consider a subset of those duties to be particularly relevant to decisions relating to track access charges. In developing and adopting the interim charges scheme, we consider that GBR will need to have particular regard to the following duties:

- enabling persons providing railway services to plan the future of their businesses with a reasonable degree of assurance;
- taking into account the costs that will need to be met from public funds and the need to make efficient use of those funds; and
- promoting the use of the railway network in Great Britain for the carriage of goods.

We consider that maintaining the charging arrangements established through ORR's CP7 determination during the transitional period is consistent with these duties. Continuing the existing arrangements provides continuity and certainty for operators and other network users while GBR assumes its new responsibilities. It enables businesses to continue planning on the basis of a known charging framework and avoids introducing additional uncertainty ahead of FP1.

We also consider that this approach is consistent with the need to make efficient use of public funds. By maintaining the existing balance between funding provided through public sources and income recovered through charges, the interim scheme preserves the funding assumptions that underpin ORR's CP7 determination until a fuller review can be undertaken as part of Funding Periodic Review 2029.

In relation to freight, ORR's CP7 determination was developed having regard to the CP7 rail freight growth target. Maintaining the current charging arrangements for freight during the transitional period avoids changes that could alter the position of freight operators ahead of a more comprehensive review at the start of FP1.

We have also considered GBR's other statutory duties. In our view, duties relating to the interests of users of passenger services, service performance and the wider public interest are less directly engaged by the proposed approach. This is because the interim scheme preserves existing charging arrangements rather than making substantive changes.

Nevertheless, we have taken these duties into account in reaching its overall assessment. Although retaining the current charging arrangements addresses the requirements of the Railways Bill, it is not the only compliant means of doing so. Upholding these transitional arrangements does not fetter GBR's discretion to develop a new scheme applicable from FP1.

### Performance Scheme

Similar to the above for the charging scheme, we have considered a subset of GBR's duties to be particularly relevant to decisions relating to performance schemes. In developing and adopting the interim performance scheme, we consider that GBR will need to have regard to the following duties:

- promoting the interests of users and potential users of railway passenger services including, in particular, the needs of disabled persons;
- promoting the use of the railway network in Great Britain for the carriage of goods;
- promoting high standards of railway service performance;
- enabling persons providing railway services to plan the future of their businesses with a reasonable degree of assurance; and
- taking into account the costs that will need to be met from public funds and the need to make efficient use of those funds.

We consider that maintaining the performance scheme arrangements established through ORR's CP7 determination during the transitional period is consistent with GBR's relevant statutory duties. Preserving the existing Schedule 4 and 8 framework provides continuity and certainty for operators and other network users while GBR assumes its new

responsibilities. It enables operators to plan on the basis of a known performance regime, avoids introducing changes to financial risk or scheme parameters before FP1, and maintains the performance-related incentives and compensation arrangements already in place for CP7.

This approach is also relevant to GBR's duty to promote high standards of performance and to promote the interests of passenger users. We recognise there are different perspectives on the strengths and weaknesses of the existing Schedule 8 arrangements in terms of incentivising joint working on performance improvement, however, retaining the current framework for the transitional period preserves the incentives that operators are familiar with and avoids destabilising the regime ahead of a fuller review for FP1. That review will provide the appropriate opportunity to consider whether the performance scheme should be better aligned with GBR's duty to promote strong performance and to promote the needs of passengers, freight customers and other network users.

In relation to freight, maintaining the current performance scheme arrangements avoids changes that could alter the position of freight operators ahead of a more comprehensive review for FP1. This supports continuity in the treatment of freight services and is consistent with GBR's duty to promote the use of the railway network in Great Britain for the carriage of goods.

Taken together, we consider that continuity, predictability and stability should carry particular weight during the transitional period. Maintaining the CP7 performance scheme therefore provides a proportionate interim approach while GBR undertakes a more comprehensive review for FP1.

As noted above in relation to charges, this assessment does not in any way fetter GBR's discretion to develop a new performance scheme for FP1.

### 9.3 Assessment of GBR's AUP objectives

The AUP is being consulted on in parallel with these transitional arrangements and may evolve in light of stakeholder feedback before being finalised. The assessment set out below is therefore based on the charging and performance objectives as currently drafted.

#### Charges

We consider that the proposed transitional scheme is consistent with the charging objectives as currently set out in the AUP. In developing the scheme, particular weight has been given to the objective of supporting planning and investment by maintaining stability and predictability during the transitional period. In reaching this view:

- Support planning and investment: Maintaining the charging arrangements established through ORR's CP7 determination provides operators, funders and investors with a stable and predictable charging framework.
- Enable proportionate and sustainable cost recovery: The transitional scheme preserves the balance of cost recovery established through ORR's CP7 determination.
- Incentivise behaviour aligned with infrastructure costs: By maintaining the existing charging framework, the transitional scheme preserves the price signals currently faced by operators and avoids introducing changes.
- Incentivise behaviour aligned with market development: The transitional scheme retains existing discount arrangements, while avoiding changes that could disrupt established market incentives during the transition period.

On the basis of the draft AUP, we consider that preserving the CP7 charging framework provides an appropriate means of delivering the charging objectives during the transitional period. We will keep this assessment under review as the AUP is further developed and finalised.

While the relative balance between the objectives will be considered as part of the development of the FP1 framework, our view is that continuity, predictability and stability should carry particular weight during at this time.

## Performance scheme

We consider that the proposed transitional performance scheme is consistent with the performance scheme objectives as currently drafted in the AUP. In developing the scheme, particular weight has been given to preserving continuity in the arrangements for both planned and unplanned disruption during the transitional period, while maintaining the incentives and compensation mechanisms established through ORR's CP7 determination. In reaching this view:

- **Support optimal outcomes for passengers and rail freight customers:** Maintaining the CP7 performance scheme preserves the existing incentives and compensation arrangements while avoiding changes that could unsettle operators or customers during the transitional period.
- **Provide fair and reasonable compensation where parties are impacted by disruption:** The transitional scheme retains the established compensation framework for planned and unplanned disruption. During the transitional period, compensation will continue to apply to all disruption covered by the existing CP7 arrangements.
- **Support maintenance and renewals of a safe and efficient railway:** For planned disruption, preserving the existing framework maintains a structured basis for compensating operators while recognising the need for GBR to secure access to the network to maintain and renew the railway safely and efficiently.
- **Encourage parties to minimise disruption:** For unplanned disruption, maintaining the existing Schedule 8 framework preserves the financial incentives on GBR and operators to minimise the delay and disruption they cause to other users of the network.
- **Support delay causation analysis:** The transitional scheme retains its reliance on the existing framework for attributing and recording delay, supporting continuity in delay causation analysis and avoiding unnecessary changes to operational processes ahead of FP1.

Taken together, preserving the CP7 performance scheme provides an appropriate means of delivering the AUP objectives as currently drafted for planned and unplanned disruption during the transitional period. However, we recognise that the current schemes may not deliver against those objectives as effectively as they could, particularly over the longer term. GBR will therefore consider, as part of its FP1 work, how the performance schemes could be improved to better meet the AUP objectives, while maintaining continuity, predictability and stability during the transitional period.

## 9.4 Compliance with the Railways Bill

We consider that the transitional charges and performance schemes are consistent with the requirements of the Railways Bill for the following reasons. For the avoidance of doubt, station charges are outside the scope of the transitional arrangements explored below. Station charges will continue to be governed by the Access and Management Regulations 2016, rather than the charges scheme established under the Railways Bill.

### Charges

#### Clause 64(1): Charges for access and use

This clause requires GBR to make a scheme setting out the charges applicable to access to, and use of, GBR infrastructure. The transitional charges scheme, published through the CSS, will preserve the charging arrangements established through ORR's CP7 determination until the commencement of FP1.

GBR is also required to make a scheme in relation to trains which are planned to use GBR infrastructure but do not operate, or do not operate in full. ORR had the option to consider the use of reservation charges under the Railways (Access, Management and Licensing of Railway Undertakings) Regulations 2016 but did not introduce such a charge. Consistent with that determination, we do not propose that GBR levies a reservation charge during the transitional period. We consider that GBR has discretion to apply a reservation charge, with the option to effectively set a charge at nil.

**Clause 64(2): Costs directly incurred**

GBR will be required to set charges at the cost that is directly incurred as a result of operating the train. The charges set by ORR for CP7 were developed by reference to the established definition of costs directly incurred set out in Commission Implementing Regulation (EU) 2015/909. In our view, maintaining these charging arrangements during the transitional period is consistent with the new legislation, and the current position on Costs Directly Incurred as reflected in the draft AUP.

**Clause 64(3): Mark-ups**

Our view is that the transitional scheme should include the Infrastructure Cost Charge, Fixed Track Access Charge and Freight Specific Charge established through ORR's CP7 determination.

We consider that the continued application of these charges during the transitional period is consistent with the requirements of the Bill. In reaching its CP7 determination, ORR assessed the ability of relevant market segments to bear mark-ups and established charges that were intended to be efficient, transparent and non-discriminatory (in line with the Access and Management Regulations 2016).

Although the Railways Bill refers to the position of an efficient operator, rather than the ability of a market segment to bear a charge, our view is that the concepts are materially aligned. ORR's analysis was not based solely on the observed financial performance of individual operators. Rather, it considered the costs, revenues and competitive circumstances of the relevant market segments and was designed to identify the extent to which additional charges could be borne without undermining their ability to participate in the market.

We note ORR's approach to setting both the level and scope of mark-ups in CP7, including limiting their application to particular markets and in the case of open access markets introduced phased implementation. We also note that operators currently subject to these mark-ups have continued to serve these market segments on a commercial basis, which provides some evidence that efficient operators in these markets are able to bear the charges as currently levied. In our view, this provides a reasonable basis for concluding that the level of charge set during the transitional period does not exceed the amount that an efficient operator would be able to pay.

**Clause 64(4): Discounts**

As an initial position, GBR will continue to apply the CP7 arrangements relating to discounts, specifically the existing new-to-rail discount scheme, during the transitional period. However, the Bill provides GBR with broader powers to introduce discounts than are available under the current framework. GBR may introduce additional discount arrangements during the transitional period, where it considers this appropriate and consistent with its statutory duties.

**Clause 64(5): Prohibiting charges by GBR's own services**

The Government's commencement timetable means that this provision may not take effect on Access Day. Accordingly, it could be that the existing charging arrangements applicable to DfT-funded operators continue during the transitional period. Regardless, this would have no bearing on GBR's ability to uphold the CP7 Determination. Should this provision be commenced during the transitory period, GBR will publish its cost apportionment data, for example on price lists as set by the ORR until FP1.

**Performance Scheme****Clause 65(1): Encouraging parties to minimise disruption**

We consider that maintaining the CP7 Schedule 4 & 8 regimes during the transitional period is consistent with this requirement. The existing regimes provide compensation arrangements and penalties that support the infrastructure manager and train operators to manage the planned and unplanned disruption they cause to others on the network. Preserving the existing regimes maintains continuity while avoiding a full review or recalibration before FP1.

**Clause 65(2): Penalties, compensation and bonuses**

Existing performance scheme arrangements provide for the financial penalty, bonus and compensation mechanisms contemplated by the legislation. It is our view that GBR will not propose to introduce new or additional financial incentive mechanisms during the transitional period; these will be considered as part of the FP1 review.

### **Clause 65(3): Restrictions on penalties and compensation**

Clause 65(3a) provides that the performance scheme may not provide for penalties or compensation in relation to disruption caused to the operation of a train by another train operated by the same operator.

The transitional performance scheme preserves the existing CP7 Schedule 8 arrangements, under which operators do not make or receive payments in respect of disruption they cause to (or caused by) other trains operated by that operator.

We recognise that the basis of train operator performance measurement for the current passenger scheme is lateness caused to a train operator's own services, however the payments associated with this disruption is calculated to reflect the impact on other operators of that disruption. The scheme therefore does not introduce intra-operator penalty or compensation arrangements and is consistent with this clause. Schedule 4 is not relevant to this requirement, as it operates bilaterally between the infrastructure manager and the operator, with compensation paid by the infrastructure manager for planned disruption.

Clause 65(3b) - The Government's commencement timetable means that this provision will not take effect until FP1.

### **Clause 65(4): Provision of information**

GBR will require operators to provide information needed for the operation of the existing Schedule 4 and Schedule 8 arrangements, including information for delay attribution, planned disruption compensation, performance payment calculations, recalibrations and scheme administration. Where an operator fails to comply with an information request made in accordance with the scheme, GBR reserves the right from Access Day to remove or withhold that operator's entitlement to bonuses or compensation under the relevant scheme arrangements. It is our view that GBR will not propose introducing new information requirements during the transitional period, except where administrative or consequential changes are needed to reflect GBR assuming responsibility for the scheme.

## **Other relevant clauses**

### **Clause 64(6) and 65 (5): Revision or replacement of schemes**

Although GBR will have the power to revise or replace the charges and performance schemes following Access Day, the purpose of the transitional scheme is to preserve the CP7 charging framework pending the commencement of FP1. We consider that GBR will therefore not make substantive changes to the scheme during this period. Any changes made by GBR that were considered incongruent with the CP7 Determination by an aggrieved party would be in scope of appeal to ORR.

### **Clause 64(7) and 65 (6): Publication requirements**

GBR will publish a Charges Scheme Statement and a Performance Scheme Statement setting out the transitional charges and performance schemes. These statements will each bring together the relevant charging and performance arrangements, as well as supporting documentation into a single and coherent publication. For the avoidance of doubt, these statements will be published separately.

### **Clause 64(8) and Clause 65 (7): Appeals (*provisions of the schemes*)**

Persons aggrieved by provisions of the transitional charges and performance schemes, or any revision or replacement of those schemes, will have access to the ORR's appeals arrangements established under the Railways Bill.

### **Clause 66(2): Consultation**

While GBR is not yet established, clause 66(3) of the Railways Bill expressly permits consultation on charges and performance schemes before the relevant provisions come into force. This consultation is therefore being undertaken in anticipation of GBR assuming responsibility from Access Day. As the intention is to preserve the CP7 charges and performance schemes rather than introduce substantive policy changes, the consultation focuses on whether the transitional arrangements provide a clear and effective basis for maintaining the existing framework until FP1.

**Clause 67(1): Appeals (*decisions within the schemes*)**

Persons aggrieved by decisions taken by GBR, in relation to both the transitional charges and performance schemes, will have access to the ORR's appeals arrangements established under the Railways Bill.

Taken together, we consider that this approach to the transitional scheme provides a proportionate and legally compliant means of preserving the charges and performance schemes established through ORR's CP7 determination, while enabling GBR to assume its responsibilities under the Railways Bill from Access Day. In doing so, it gives effect to the Government's policy intent, maintains certainty for stakeholders and provides an appropriate bridge to the enduring FP1 framework.

## **9.5 Consultation Questions: Model Access Contracts Transition**

The following questions can be responded to on the on-line response form:

- To what extent do you agree that our proposed approach provides an effective and proportionate transition to the GBR charging and performance scheme frameworks for FP1?  
In particular, we would welcome views on whether there are any practical implementation issues that GBR should consider, and whether additional informational or guidance about GBR's responsibilities would support the transition.
- To what extent do you agree that the proposed transitional arrangements provide an appropriate basis for implementing the Railways Bill between Access Day and Funding Period 1?  
In particular, we would welcome views on:
  - whether the proposed transitional arrangements are consistent with the requirements of the Railways Bill;
  - whether any aspect of the schemes raise potential compliance concerns; and
  - whether GBR should take account of any further evidence or analysis before finalising its conclusions.

## 10. Responding to the consultation

### Scope of responses

Respondents are invited to comment on the overall framework and on the detailed drafting of the documents relevant to them. Responses should identify whether a point concerns policy intent, legal effect, drafting clarity, implementation, transition, governance, commercial impact or operational workability.

### Evidence and alternative drafting

Responses will be most useful where they identify the exact document, clause, Part or schedule; explain the practical effect; provide an example or supporting evidence; state whether the issue is common or model-specific; and propose alternative drafting where possible.

### Cross-document issues

Where a concern arises from the relationship between documents, respondents should identify each relevant provision. This is especially important where the AUP, GBR Code, contract, register, planning product or station and depot material uses inconsistent terminology or assigns responsibility differently.

### Change classification

Where respondents consider a change to be more or less significant than described, they are invited to explain why by reference to practical rights, obligations, protections, certainty, governance, implementation or appeal routes rather than drafting volume alone.



## Annex A Model Track Access Contract Changes

### Summary of Changes:

The table below provides a summary of the key changes within each section of the proposed TAC's.

| Part        | Summary of changes.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Definitions | <ul style="list-style-type: none"> <li>Definitions updated to replace references to Network Rail with GBR and Network Code with GBR Code.</li> <li>Definitions updated to reflect definitions within the Code will be held in part A.</li> <li>New statutory concepts introduced including from Railways Bill (Access &amp; Use Policy, GBR Schemes)</li> <li>Capacity Commitments and Capacity Commitments Register definitions.</li> <li>Definitions updated to reflect changes within the GBR Code particularly Part D terminology.</li> <li>Update the definition of Default Interest Rate with a change in base lending rate from Barclays Bank Plc to Bank of England.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Main Body   | <ul style="list-style-type: none"> <li>References to Network Rail have been replaced with references to GBR.</li> <li>Drafting updated to replace references to Network Code with GBR Code including the incorporation clause and compliance provisions.</li> <li>Drafting updated to reflect change in contracting party to GBR and removal of ORR as the approver/granting authority.</li> <li>General liability structure and provisions maintained but updated to reflect GBR.</li> <li>Updating drafting to dispute resolution which sees significant changes. Please see commentary above. This drafting is still subject to review.</li> <li>Updates to the assignment and novation clause with ORR approval removed and replaced with bi-lateral consent. Secretary of State provisions have also been removed.</li> <li>Updates to the variation clause (clause 18) to provide one overarching clause concerning variations and amendments to the contracts and allow for GBR to be the publisher of <u>funding period reviews</u> control Charging scheme reviews</li> <li>In the Freight model: Removal of references to Performance Orders, including the removal of Disapplication of Force Majeure Events.</li> </ul> |
| Schedule 1  | <ul style="list-style-type: none"> <li>Update to Contract Particulars to reflect GBR replacing Network Rail as party to the contract.</li> <li>Removal of Fax as an option for sending notices.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Schedule 2  | <ul style="list-style-type: none"> <li>References to Network Code are replaced with references to GBR Code and compliance provisions are updated to require adherence to the GBR Code instead of Network Code.</li> <li>In the Publicly Specified Passenger and Open Access Passenger models: References to access rights are tables within schedule 5 are updated with references to Capacity Commitments and the Capacity Commitments Register.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Schedule 3  | <ul style="list-style-type: none"> <li>Drafting update to reflect change from Network Rail to GBR.</li> <li>Removal of ORR as approver of Emergency Access Code.</li> <li>In the Publicly Specified Passenger model: Drafting updated to reflect removal of franchises and Secretary of State as the contracting body.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |



|             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|-------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Schedule 4  | <ul style="list-style-type: none"> <li>• Compensation regime and restriction of use mechanisms. are maintained in principles and the methodology of calculating compensation is unchanged.</li> <li>• Drafting has been updated to reflect changes to terminology relating to Part D of the GBR Code and the replacement of ORR as approver of changes to the mechanism.</li> <li>• Formulas have not changed, however the terminology within the formula has been updated to replace NR with GBR. For example, NRP – Network Rail Payment has been replaced with GBRP – Great British Railways payment. The mechanics of the mechanism remain unchanged.</li> <li>• Framework updated to reflect change in role of ORR and move towards administration by GBR.</li> </ul>                                                                                                                                                                                                                 |
| Schedule 5  | <ul style="list-style-type: none"> <li>• Significant change to terminology and structure of schedule 5.</li> <li>• Rights replaced with the concept of “capacity commitments” except in relation to Uncommitted Freight Services (below) and in the Charter Passenger model. References to specified rights in (passenger models) tables 2.1 and 2.2 or (Freight model) the Rights Table of schedule 5 are updated to refer to Capacity Commitments held in the capacity commitments register.</li> <li>• Terminology updated to reflect changes to terminology used in Part D including introduction of Timetable Proposal, Train Slot Variations and removal of Principal/ Subsidiary Change Date.</li> <li>• Freight Specific. Introduction of the concept of “Uncommitted Freight Service” to replace Train Operator Variation services. Uncommitted Freight Services are not limited to the 12 months that was previously the case with Train Operator Variation services.</li> </ul> |
| Schedule 6  | <ul style="list-style-type: none"> <li>• References to Network Rail have been replaced with references to GBR.</li> <li>• Drafting updated to replace references to Network Code with GBR Code.</li> <li>• Drafting updated to reflect changes to roles and replacement of ORR as approver.</li> <li>• Current arrangements otherwise retained.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Schedule 7  | <ul style="list-style-type: none"> <li>• References to Network Rail have been replaced with references to GBR.</li> <li>• Drafting updated to replace references to Network Code with GBR Code.</li> <li>• Charging framework updated to reflect change in role of ORR and move towards administration by GBR.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Schedule 8  | <ul style="list-style-type: none"> <li>• Schedule 8 compensation regime mechanisms are maintained in principle and the methodology of calculating compensation is unchanged.</li> <li>• Drafting has been updated to reflect changes to terminology relating to Part D of the GBR Code and the replacement of ORR as approver of changes to the mechanism.</li> <li>• Formulas have not changed. However, the terminology within the formula has been updated to replace NR with GBR. For example, NRPS – Network Rail Performance Sum has been replaced with GBRPS – Great British Railways Performance Sum. The mechanics of the mechanism remain unchanged.</li> <li>• Framework updated to reflect change in role of ORR and move towards administration by GBR.</li> </ul>                                                                                                                                                                                                            |
| Schedule 9  | <ul style="list-style-type: none"> <li>• Liability cap structure and methodology is maintained.</li> <li>• References to Network Rail have been replaced with references to GBR.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Schedule 10 | <ul style="list-style-type: none"> <li>• Replaced by the consolidated variation provisions in Clause 18 of the Main Body of each model.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |

## Annex B GBR Code Changes

### Part A – General Provisions

|                  |                              |
|------------------|------------------------------|
| LEVEL OF CHANGE  | Lower                        |
| NATURE OF CHANGE | Continuity and modernisation |

#### Executive summary

Part A retains the Code's general legal machinery with some modernisation; it and becomes the common home for definitions used across the proposed GBR framework.

The practical change is therefore greater than a simple replacement of existing terminology, although most underlying interpretation and liability provisions remain familiar.

#### Why this Part exists

To provide general definitions, interpretation rules, publication requirements and general legal machinery for the rest of the Code.

#### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                                                                       | What is not changing                                                                                                                                                                                                                                                                                                |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>Definitions are consolidated from individual Parts and expanded or introduced to reflect the AUP, Capacity Commitments, the Capacity Commitments Register and the Railway Operational Code.</li> <li>References and publication duties are recast for GBR and the future statutory framework.</li> <li>Sensitive and secure information provisions, electronic notices and Public Passenger specifier are refreshed.</li> </ul> | <ul style="list-style-type: none"> <li>Core interpretation rules, good faith, documentation standards, deemed receipt, limitation of liability and third-party rights remain recognisable.</li> <li>Terminology changes alone are not intended to alter the substance of existing rights or obligations.</li> </ul> |

#### Comparison with the Network Code and examples of change

The existing Part A already supplies general interpretation, notices, publication rules and common protections, while Part-specific definitions sit elsewhere. The draft preserves much of that machinery, consolidates definitions and connects the Code to the wider AUP and Capacity Commitment architecture. Users should test definitions for unintended substantive effects, particularly where they determine who holds a right, who is consulted or what must be published.

#### Impact on users

Users should mainly gain a more coherent set of definitions and updated publication arrangements. A key risk is that a definition presented as consolidation may unintentionally alter the scope of an existing entitlement or obligation.

## Part B – Performance Monitoring

|                  |                                             |
|------------------|---------------------------------------------|
| LEVEL OF CHANGE  | Significant                                 |
| NATURE OF CHANGE | Performance monitoring governance evolution |

### Executive summary

Part B preserves the core performance monitoring, data accuracy and delay attribution disciplines.

The material reform concerns governance of the DAPR and PDAC and role of the Delay Attribution Board (DAB), with GBR taking the central consultation and decision role while escalation and challenge arrangements are aligned with Part M.

### Why this Part exists

Provides for the establishment of subsidiary Code documents for the Performance Monitoring system to monitor train performance, attribute delay and cancellation, maintain accurate performance data and provide mechanisms for investigation, audit and challenge.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | What is not changing                                                                                                                                                                                                                                                                                          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>GBR assumes a clearer role in proposing, consulting on and adopting DAPR and PDAC and their amendments.</li> <li>Decision criteria are aligned with GBR's statutory duties, license, Directions and the AUP.</li> <li>Governance and escalation provisions are recast for the future dispute framework.</li> <li>The Chain of delay attribution dispute management is shortened ahead of progression to the Dispute Resolution Body.</li> </ul> | <ul style="list-style-type: none"> <li>The Performance Monitoring System remains central.</li> <li>Recording of arrivals, departures, passing times, cancellations and causes remains recognisable.</li> <li>Audit, inspection, investigation, data accuracy and attribution disciplines continue.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part B combines operational monitoring rules with DAPR, PDAC and Delay Attribution Board governance. The draft retains the operational core but moves away from a Delay Attribution Board and ORR-approval model towards GBR-led consultation, reasoned decisions and revised challenge arrangements. This is a governance change, not a wholesale redesign of attribution.

### Impact on users

Operators should experience familiar monitoring and attribution activity, but confidence will depend on the transparency, independence and practical speed of the revised amendment and escalation processes.

## Part C – Modifications to the GBR Code

|                  |                        |
|------------------|------------------------|
| LEVEL OF CHANGE  | Significant            |
| NATURE OF CHANGE | Code governance reform |

### Executive summary

Part C is a principal constitutional change. It replaces the current representative voting and approval architecture with a GBR-maintained Code based on consultation, published reasons and challenge.

### Why this Part exists

To govern how the GBR Code is maintained, amended, consulted upon, decided and published.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                                                       | What is not changing                                                                                                                                                                                                                                                                                                           |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>• GBR becomes the maintainer, administrator and principal decision-maker for Code changes.</li> <li>• Suggestions for Change replace the present representative proposal and voting machinery.</li> <li>• Consultation, publication of reasons and challenge become the main accountability mechanisms.</li> <li>• As a result of the removal of the ADRR Part C would no longer change these rules.</li> </ul> | <ul style="list-style-type: none"> <li>• Industry participants can continue to identify issues and suggest changes.</li> <li>• The Code remains published, controlled and capable of development over time.</li> <li>• Affected parties retain opportunities to comment and challenge where the framework provides.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part C relies on Classes, representatives, committees, voting and ORR approval. The draft removes that constitutional model. Continuity lies in the ability to initiate and scrutinise change, be consulted and appeal to the ORR; the significant difference is who decides and how accountability is exercised.

### Impact on users

Users lose a direct representative voting role and will rely more heavily on a governance framework that promotes consultation quality, transparent reasons, objective criteria and effective challenge.

## Part D – Timetable Planning and Change

|                  |                                  |
|------------------|----------------------------------|
| LEVEL OF CHANGE  | Moderate                         |
| NATURE OF CHANGE | Capacity and timetable evolution |

### Executive summary

Part D retains the timetable planning function, and aligns it with Capacity Commitments, the Infrastructure Capacity Plan and the wider AUP architecture alongside the Railways Bill. An industry working group has discussed the changes to the draft. It has been drafted to support the earlier decision making in the AUP framework and aims to simplify and clearly provide intention of the Part.

### Why this Part exists

To govern the development and change of the working timetable and the allocation of train slots within the timetable.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | What is not changing                                                                                                                                                                                                     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>Processes and terminology are aligned with Capacity Commitments and the Infrastructure Capacity Plan.</li> <li>Revised concepts include timetable proposals, train slot variations and development timetables.</li> <li>The drafting reflects GBR's combined system and operator roles, with equal-treatment requirements where specified.</li> <li>There has been the removed of set bi-annual change dates</li> <li>There is more focus on consultation rather than agreement in alignment with GBR decision making</li> </ul> | <ul style="list-style-type: none"> <li>A structure in which a timetable is developed and varied</li> <li>Operators and applicants continue to submit proposals and receive decisions against stated criteria.</li> </ul> |

### Comparison with the Network Code and examples of change

The current Part D is already a detailed, mature timetable process.

The draft builds industry-developed reform and preserves much of its procedural discipline, while connecting decisions to the future capacity architecture. Capacity Commitments establish relevant contractual or registered commitments; timetable processes still convert those commitments and other available capacity into train slots.

### Impact on users

Users will need to understand the boundary between AUP policy, Capacity Commitments, the Register, planning rules and Part D decisions. Ambiguity between these layers could undermine certainty even where individual procedures remain familiar.

## Part E – Environmental Protection

|                  |            |
|------------------|------------|
| LEVEL OF CHANGE  | Lower      |
| NATURE OF CHANGE | Continuity |

### Executive summary

Part E is concerned with environmental protection and requires environmental policies and information exchanges, allocates responsibilities and provide processes for prevention and mitigation.

### Why this Part exists

To provide information-sharing, prevention, mitigation and other arrangements for managing environmental risks arising from use of the network.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                             | What is not changing                                                                                                                                                                                                                                                                                                                   |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>References and responsibilities are updated for GBR – including its role as an operator of trains and Access Beneficiaries.</li> <li>Definitions and dispute references are aligned with Parts A and M and the future statutory framework.</li> </ul> | <ul style="list-style-type: none"> <li>The environmental information requirements and reciprocal policy disclosure remain.</li> <li>Core preventative, remedial and cost-allocation concepts are substantially retained.</li> <li>The Part continues to address environmental conditions connected with railway operations.</li> </ul> |

### Comparison with the Network Code and examples of change

Part E is substantially carried forward with the text principally translating the existing regime into alignment with the GBR Code framework rather than seeking to change its underlying policy.

### Impact on users

Little day-to-day change is expected, subject to confirming that revised definitions and dispute routes do not alter existing protections or cost exposure. Consultees should nevertheless check for any potential changes in application of the revised texts.

## Part F – Vehicle Change

|                  |                                       |
|------------------|---------------------------------------|
| LEVEL OF CHANGE  | Low to Moderate                       |
| NATURE OF CHANGE | Continuity and targeted modernisation |

### Executive summary

Part F retains the established Vehicle Change regime, including proposal, assessment, consultation, establishment and compensation machinery. Changes modernise administration, allow for GBR as an operator of trains, align decisions with and disputes with the GBR Code disputes framework.

### Why this Part exists

To manage changes to vehicles or specified equipment that may materially affect maintenance or operation of the network or trains.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | What is not changing                                                                                                                                                                                                                                                                                           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>Provisions updated to recognise GBR as the operator of trains and give equivalent treatment in terms of notifications, consultations and compensation.</li> <li>Additional provision F3.1A specifically setting out GBR role and other operators' provisions when GBR acts as a sponsor of vehicle change.</li> <li>Provisions entitling sponsors to implement change updated and appeals and disputes are aligned with Part M and future governance.</li> </ul> | <ul style="list-style-type: none"> <li>Operators may continue to sponsor Vehicle Changes.</li> <li>Assessment, consultation, conditions, implementation and compensation remain central features.</li> <li>Material effects on network or train operation remain the basis for applying the regime.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part F already provides a detailed bilateral change procedure and associated cost protections. The draft retains that basic architecture. The main developments reflect GBR's wider role and allow for the progressing of change and new dispute processes.

### Impact on users

The procedure should remain familiar. Users should focus on considerations, notices, compensation and establishment.

## Part G – Network Change

|                  |                              |
|------------------|------------------------------|
| LEVEL OF CHANGE  | Moderate                     |
| NATURE OF CHANGE | Network Change modernisation |

### Executive summary

Part G retains the principle that material changes to the network or its operation require a governed change process and obliges GBR to take all reasonable steps to facilitate the development, establishment and implementation of any proposal for Network Change.

### Why this Part exists

To govern material changes to the network or its operation and protect affected access interests through information, consultation, assessment and compensation.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                 | What is not changing                                                                                                                                                                                                                                                                                 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>GBR's wider duties, the AUP and long term plans are accommodated in various revisions in respect of responses to responses by beneficiaries or GBR.</li> <li>Provisions on implementing change updated and appeals and disputes are aligned with Part M and future governance.</li> </ul> | <ul style="list-style-type: none"> <li>The core right to propose and be consulted on Network Change remains.</li> <li>Material effect continues to determine whether the regime applies.</li> <li>Implementation conditions, accommodation and compensation remain important protections.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part G provides mature proposal, response, implementation and compensation machinery. The draft builds on that structure rather than discarding it with a number of updates to reflect the wider GBR planning framework.

### Impact on users

Parties should review the scope and content of responses to be issued under the revised Part G and provisions for implementation.



## Part H – Railway Operational Code

|                  |                                      |
|------------------|--------------------------------------|
| LEVEL OF CHANGE  | Low to Moderate                      |
| NATURE OF CHANGE | Operational governance consolidation |

### Executive summary

Part H established the Railway Operational Code, its Sections and supporting documentation. Network Rail was already able to change the ROC following consultation and changes were previously notified to ORR.

### Why this Part exists

To establish and govern common operational requirements, and ROC Sections for safe, reliable and effective railway operation and recovery.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                            | What is not changing                                                                                                                                                                                                                                                                                          |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>• Network Rail/ORR governance replaced with GBR governance</li> <li>• ORR no longer publishing ORR ROC Criteria (criteria set out in the Code)</li> <li>• Widening participation to holders of Capacity Commitments</li> <li>• Linking the Railway Operational Code (ROC) more explicitly to GBR's statutory duties and the Access and Use Policy (AUP)..</li> </ul> | <ul style="list-style-type: none"> <li>• The objective remains safe, reliable and effective operation of the railway.</li> <li>• The draft maintains a Railway Operational Code architecture with ROC Sections</li> <li>• Users retain a role in proposing, commenting on and challenging changes.</li> </ul> |

### Comparison with the Network Code and examples of change

Part H is one of the less radically changed Parts of the GBR Code. The underlying concept, structure and much of the drafting are carried across from the current Network Code. The main changes are constitutional and governance-related rather than operational.

### Impact on users

The impact of Part H will depend, as it already does today on the operational material transferred into that structure and how it may subsequently be changed.

## Part J – Capacity Commitment Change

|                  |                                |
|------------------|--------------------------------|
| LEVEL OF CHANGE  | Significant                    |
| NATURE OF CHANGE | Capacity Commitment management |

### Executive summary

Part J adapts the existing changes regime for Capacity Commitments and expands GBR's role as an operator of services. Transfer, surrender and third-party processes are not wholly new; the significant reform is their integration with registered commitments and GBR's future roles.

### Why this Part exists

To govern review, use, surrender, transfer, reassignment and other changes to Capacity Commitments so that capacity is used efficiently and can be surrendered.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                               | What is not changing                                                                                                                                                                                                                                                                                                                                                  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>• Rights-change terminology and procedures are recast around Capacity Commitments.</li> <li>• New review meetings requirements part of the mechanics to support active capacity management.</li> <li>• Enables a beneficiary to issue a J5 notice in respect of GBR services with GBR passenger commitments recorded in the Register are brought within the wider framework.</li> </ul> | <ul style="list-style-type: none"> <li>• Failure-to-use, third-party transfer, surrender, objection and compensation concepts draw materially on existing Part J.</li> <li>• Incumbent protections, evidence requirements and challenge remain central.</li> <li>• The regime continues to seek to balance contractual certainty with the use of capacity.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part J already contains mechanisms for surrender, transfer, third-party applications and changes to access rights. Changes accommodate the change in GBR's role as the operator of services. Many existing ORR approval and consent mechanisms fall away, and disputes are integrated with the wider GBR governance and appeals framework.

### Impact on users

Consultees may wish to compare the application of existing familiar procedures with the revisions to Code to review any material changes to their existing use of the processes. The structure and naming of notice sections is retained for ease of reference.

## Part K – Information

|                  |                              |
|------------------|------------------------------|
| LEVEL OF CHANGE  | Lower                        |
| NATURE OF CHANGE | Information and transparency |

### Executive summary

Part K continues to provide the framework for the exchange of information between infrastructure managers, operators and other access holders.

### Why this Part exists

To ensure GBR and relevant users can obtain information needed to plan their businesses with a reasonable degree of assurance.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                            | What is not changing                                                                                                                                                                                                                                                                          |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>Information available in other forms such as annual reporting information is removed,</li> <li>Changes reflect the revisions to the Dispute Resolution Process in Part M.</li> </ul> | <ul style="list-style-type: none"> <li>The underlying objective remains unchanged: to ensure that parties have access to the information reasonably required to plan their businesses,</li> <li>Provisions remain over the form, timing and quality of information to be provided.</li> </ul> |

### Comparison with the Network Code and examples of change

The principal change is simplification. The current Network Code contains detailed provisions requiring the production of Network Rail Annual Information, Monitoring Information and associated reporting cycles. The revised Part K now provides relatively compact information provisions.

Information-sharing obligations, key requirements to respond to requests and dispute mechanisms are retained, reflecting the continuing importance of transparency and informed decision-making across the railway.

### Impact on users

The proposed Part is more focused and the effect should be evaluated by impact on the likely use and experience. A central test is whether the change in the text results in a material impact on stakeholders ability to request and receive necessary information.

## Part L – Performance Improvement

|                  |                                    |
|------------------|------------------------------------|
| LEVEL OF CHANGE  | Low                                |
| NATURE OF CHANGE | Performance cooperation continuity |

### Executive summary

Part L largely preserves the collaborative performance-improvement regime, including joint strategies, reviews, improvement plans and remedial planning, while updating terminology for GBR and removing or revising mechanisms that no longer fit the future structure.

### Why this Part exists

To support joint monitoring, planning and action where performance falls short of agreed objectives.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                               | What is not changing                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>Terminology, parties and governance are updated for GBR.</li> <li>Local Outputs and legacy institutional references are removed or replaced.</li> </ul> | <ul style="list-style-type: none"> <li>Joint performance strategies, reviews and improvement plans remain central.</li> <li>GBR and operators continue to share responsibility for diagnosing and improving performance.</li> <li>GBR in its role as an operator of trains is treated equivalently to other operators in terms of plans and participation in reviews.</li> <li>Escalation and remedial planning continue where agreed measures do not deliver.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part L already establishes a cooperative framework rather than direct compensation rules. The draft retains that approach and aims to reflect current arrangements.

### Impact on users

Day-to-day performance cooperation should remain familiar, but users should confirm the status and enforceability of strategies, plans, actions and escalation.

## Part M – Dispute Resolution and Appeals

|                  |                           |
|------------------|---------------------------|
| LEVEL OF CHANGE  | Significant               |
| NATURE OF CHANGE | Dispute and appeal reform |

### Executive summary

Part M is a major reform area and remains subject to consultation on its further development.

The draft distinguishes facilitative and determinative dispute resolution processes and restricts disputes on matters with a statutory right of appeal to ORR to the former. This is in line with the dual-track approach set out in the main body of this document which seeks to prevent a Dispute outcome becoming a 'decision' that is outside of ORR's domain as the statutory appeals body under the Act while retaining binding industry determination for specified contractual and commercial disputes.

Other options for the role and function are being consulted on, and respondents are invited to provide their views on a wider range of options as well as specific commentary on this section.

### Why this Part exists

To comply with the Bills requirement for set out a procedure for resolving disputes relating to the working timetable and provide for determinative routes for resolving contractual disputes.

### What is changing and what is not changing?

| What is changing                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | What is not changing                                                                                                                                                                                                                                                                                                                                                                            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"> <li>Facilitative processes and binding determinative contractual processes are expressly distinguished.</li> <li>Statutory access appeals to ORR are treated separately and use a facilitative procedure.</li> <li>Part M sets requirements for a Dispute Resolution Body's Rules of Procedure.</li> <li>GBR can appoint Dispute Resolution Bodies</li> <li>Appeals to determinative processes (inc. Timetable dispute processes) can no longer go to ORR</li> </ul> | <ul style="list-style-type: none"> <li>Parties continue to have escalation routes beyond bilateral negotiation to a statutory (with changes in powers) or determinative appeals body.</li> <li>Independent or appropriately constituted determination remains necessary for contractual disputes.</li> <li>Procedural fairness, reasons and enforceability remain core requirements.</li> </ul> |

### Comparison with the Network Code and examples of change

The existing Part M principally provides appeal routes from ADRR outcomes to ORR, alongside the annexed Access Dispute Resolution Rules. The proposed architecture is broader, seeks to accommodate legislative change and must carefully allocate disputes to retain ORR jurisdiction.

### Impact on users

Impact of Part M will be determined by the final approach adopted. Consultees may wish to consider different types of disputes and their likely available routes for dispute management.

## Annex C – Changes to station contracts and Station Code

**Notes:** The following tables identify changes to ORR template station access documentation. Tables 1A to 1D identify amendments to the template Station Access Agreements. Table 2 identifies changes to the template Station Access Conditions (now Station Code). Table 3 identifies changes to the template Station Access Annexes.

**Table 1A: Passenger Station Access Agreement**

| Cl/Sch | Heading                                      | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Comments                                                                                                                                                                                                                                 |
|--------|----------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| -      | Recitals                                     | Reference to ORR s18/s22 powers removed.                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                          |
| 1.     | Interpretation                               | <ul style="list-style-type: none"> <li>Defined terms added to distinguish between 1993 Act and Railways Bill (referred to as “2026 Act”).</li> <li>Station Access Conditions become GBR Station Code</li> <li>GBR related definitions added and Network Rail deleted.</li> <li>Default Interest Rate added due to new clause 8.</li> <li>Change of Law added as referenced in new variation clause.</li> <li>ORR references removed.</li> </ul>                                                  |                                                                                                                                                                                                                                          |
| 2.     | Conditions Precedent                         | 2.1.1: Amended to reference new licensing provisions in Railways Bill.<br>2.1.6: Deleted to remove requirement to send copy to ORR.<br>2.3 & 2.4: Amended to reflect movement of confidentiality obligations.                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                          |
| 3.     | Permission to Use the Station                | Amended to reference relevant charging sections of Station Code.                                                                                                                                                                                                                                                                                                                                                                                                                                 | Charging sections have been amended in the Station Code to align different provisions                                                                                                                                                    |
| 4.     | Station Code                                 | 4.2: Removes right for ORR to direct under old 1993 Act powers.                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |
| 5.     | Term and Termination                         | 5.1(e): Permits either party to terminate on 180 days' notice.<br>5.2.1(h): Deleted as franchise agreements no longer relevant (may be adapted for concessionaires).<br>5.2.3(d): Amended to reference new licensing provisions in Railways Bill.<br>5.4.2: Incorporates new Beneficiary termination right.<br>5.4.3(a): Amended to require Station detail to be added.<br>5.4.4(c): Removes ORR powers in relation to termination.<br>5.4.4(d): Removes requirement to serve notice on the SoS. | This is a model template agreement. Stakeholder feedback highlighted that while franchise agreements disappear, some Concession Agreements will remain. In these cases, we propose the template document is customised to reflect these. |
| 6.     | Charges for Permission to Use Station        | Minor adjustments to align cross-referencing, remove facsimile etc.                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                          |
| 7.     | Whole Agreement, Amendment & Assignment      | 7.3: New mechanism introduced to enable variations to be effected in various circumstances.<br>7.4 & 7.5: ORR consent removed, s30 novation provisions removed and basic novation provision retained.<br>7.7: Restrictions on disposals/security adjusted to reflect GBR is SFO.                                                                                                                                                                                                                 | The variations provisions would, for example, enable GBR to set and implement revised station charges (like ORR does as part of the periodic review today).                                                                              |
| 8.     | General                                      | Provisions moved from Part 17 of ISACs.                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                          |
| 9.     | Notices and Communications                   | Minor amendments to remove facsimile references and update definitions.                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                          |
| 10.    | Governing Law and Submission to Jurisdiction | No change (other than definition updates).                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                          |
| 11.    | Rights of Third Parties                      | Removes ORR third party rights.                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                          |

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## Consultation on GBR's future access contractual framework

|       |                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                          |
|-------|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Sch 1 | Contract Particulars       | <p>1: Adds GBR as SFO (see note in mark-up).</p> <p>5: Stations details now referenced in table and others to be provided on request.</p> <p>6: SoS address no longer required.</p> <p>8: Confidentiality timings included in clause 8.</p> <p>9: Expanded to include reference to Station Specific Annexes and Charging Regimes.</p> <p>10: Moved from Appendix 6 of Annex 1.</p> <p>11: Moved from Annex 4.</p> <p>12: Moved from Annex 9.</p> <p>13: Certain provisions moved from Annex 8.</p> <p>Table 1: Inserted to allow relevant Schedule 1 information to be cross tabulated for each Station.</p> | This now contains information that may be relevant at the commencement of a Station Access Agreement and sets information out in tabular format to assist interpretation |
| Sch 2 | Exclusive Station Services | No change.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |
| Sch 3 | Addresses for Service      | No change.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |

**Table 1B: Freight Station Access Agreement**

| Cl/Sch | Heading                                 | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                                                          | Comments                                                                                                                                            |
|--------|-----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|
| -      | Recitals                                | Reference to ORR s18/s22 powers removed.                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                     |
| 1      | Interpretation                          | <ul style="list-style-type: none"> <li>Defined terms added to distinguish between 1993 Act and Railways Bill (referred to as "2026 Act").</li> <li>Change of Law added as referenced in new variation clause.</li> <li>Default Interest Rate added due to new clause 8.</li> <li>GBR related definitions added and Network Rail deleted.</li> <li>Station Access Conditions become Station Code</li> <li>ORR references removed.</li> </ul> |                                                                                                                                                     |
| 2      | Conditions Precedent                    | <p>2.1.1: Reference to Collateral Agreements removed as no longer required.</p> <p>2.1.2: Amended to reference new licensing provisions in Railways Bill.</p> <p>2.1.8: Deleted to remove requirement to send copy to ORR.</p> <p>2.3 &amp; 2.4: Amended to reflect movement of confidentiality obligations.</p>                                                                                                                            | Collateral Agreements will not be required because GBR will be the SFO and have a direct contractual relationship with the Beneficiary              |
| 3      | Permission to Use the Station           | Amended to reference relevant charging sections of Station Code.                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                     |
| 4      | Station Code                            | 4.2: Removes right for ORR to direct under old 1993 Act powers.                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                     |
| 5      | Term and Termination                    | <p>5.1(e): Amends Station Code references.</p> <p>5.2.3(d): Amended to reference new licensing provisions in Railways Bill.</p> <p>5.4.2: Incorporates new Beneficiary termination right.</p> <p>5.4.4(c): Removes ORR powers in relation to termination.</p> <p>5.4.4(d): Removes requirement to serve notice on the SoS.</p>                                                                                                              |                                                                                                                                                     |
| 6      | Charges for Permission to Use Station   | <p>6.6: Aligns to GBR Code.</p> <p>6.7 to 6.9: Removes ORR notification rights.</p> <p>6.12: Adjusts interest rate provisions to align with other documents.</p> <p>6.13: Updates cross-references.</p>                                                                                                                                                                                                                                     | We recognise that Freight Operators pay charges on a different basis to Passenger Operators and some provisions in Station Code may not be relevant |
| 7      | Whole Agreement, Amendment & Assignment | <p>7.3: New mechanism introduced to enable variations to be effected in various circumstances.</p> <p>7.4 &amp; 7.5: ORR consent removed.</p> <p>7.6: Section 30 provisions removed but simple novation obligation retained.</p> <p>7.8: Restrictions on disposals/security adjusted to reflect</p>                                                                                                                                         |                                                                                                                                                     |

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Consultation on GBR's future access contractual framework

|       |                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                          |
|-------|----------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|       |                                              | GBR is SFO.                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                          |
| 8     | General                                      | Provisions moved from Part 17 of ISACs.                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                          |
| 9     | Notices and Communications                   | Minor amendments to remove facsimile references and update definitions.                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                          |
| 10    | Governing Law and Submission to Jurisdiction | No change (other than definition updates).                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |
| 11    | Modification by the ORR                      | ORR rights removed.                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                          |
| 12    | Rights of Third Parties                      | Removes ORR third party rights.                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                          |
| Sch 1 | Stations Supplement                          | 1: Adds GBR as SFO (see note in mark-up).<br>2: Stations details now referenced in table and others to be provided on request.<br>3: ORR approval removed.<br>6: Updated to refer to Stations Code and relevant table details.<br>7: Removed as superseded by amendments.<br>8: Moved from Appendix 6 of Annex 1.<br>9: Moved from Annex 4.<br>10: Moved from Annex 9.<br>Table 1: Inserted to allow relevant Schedule 1 information to be cross tabulated for each Station. | This now contains information that may be relevant at the commencement of a Station Access Agreement and sets information out in tabular format to assist interpretation |
| Sch 2 | Addresses for Service                        | No change.                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |

**Table 1C: Charter Station Access Agreement**

| Cl/Sch | Heading                                         | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                                                          | Comments                                                                                                                               |
|--------|-------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| -      | Recitals                                        | Reference to ORR s18/s22 powers removed.                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                        |
| 1      | Interpretation                                  | <ul style="list-style-type: none"> <li>Defined terms added to distinguish between 1993 Act and Railways Bill (referred to as "2026 Act").</li> <li>Change of Law added as referenced in new variation clause.</li> <li>Default Interest Rate added due to new clause 8.</li> <li>GBR related definitions added and Network Rail deleted.</li> <li>Station Access Conditions become Station Code</li> <li>ORR references removed.</li> </ul> |                                                                                                                                        |
| 2      | Conditions Precedent                            | 2.1.1: Reference to Collateral Agreements removed as no longer required.<br>2.1.2: Amended to reference new licensing provisions in Railways Bill.<br>2.1.7: Deleted to remove requirement to send copy to ORR.<br>2.3 & 2.4: Amended to reflect movement of confidentiality obligations.                                                                                                                                                   | Collateral Agreements will not be required because GBR will be the SFO and have a direct contractual relationship with the Beneficiary |
| 3      | Permission to Use the Station                   | Amended to reference relevant charging sections of Station Code.                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                        |
| 4      | Station Code                                    | 4.2: Removes right for ORR to direct under old 1993 Act powers.                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                        |
| 5      | Modifications following changes to Station Code | Removed (but see new variation provision in clause 8).                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                        |
| 6      | Term and Termination                            | 6.1(e): Amends cross-reference.<br>6.2.3(d): Amended to reference new licensing                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                        |



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|      |                                              |                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                          |
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|      |                                              | provisions in Railways Bill.<br>6.4.2: Incorporates new Beneficiary termination right.<br>5.4.3(a): Amended to require Station detail to be added.<br>6.4.4(c): Removes ORR powers in relation to termination.                                                                                                   |                                                                                                                                                                          |
| 7    | Charges for Permission to Use Station        | 7.7 to 7.9: Removes ORR notification rights.<br>7.10 to 7.12: Updates alternative drafting to refer to relevant charging provisions in Station Code, updated interest rate position and to reference new clause 9.                                                                                               | We recognise that Charter Operators pay charges on a different basis to Passenger Operators and some provisions in Station Code may not be relevant                      |
| 8    | Whole Agreement, Amendment & Assignment      | 8.2: New mechanism introduced to enable variations to be effected in various circumstances.<br>8.3 to 8.5: ORR consent removed, s30 novation provisions removed and basic novation provision retained.<br>8.7: Restrictions on disposals/security adjusted to reflect GBR is SFO.                                |                                                                                                                                                                          |
| 9    | General                                      | Provisions moved from Part 17 of ISACs.                                                                                                                                                                                                                                                                          |                                                                                                                                                                          |
| 10   | Notices and Communications                   | Minor amendments to remove facsimile references and update definitions.                                                                                                                                                                                                                                          |                                                                                                                                                                          |
| 11   | Governing Law and Submission to Jurisdiction | No change (other than definition updates).                                                                                                                                                                                                                                                                       |                                                                                                                                                                          |
| 12   | Rights of Third Parties                      | Removes ORR third party rights.                                                                                                                                                                                                                                                                                  |                                                                                                                                                                          |
| Sch1 | Contract Particulars                         | 1: Stations details now referenced in table and others to be provided on request.<br>2: ORR reference removed.<br>4: Moved from Appendix 6 of Annex 1.<br>5: Moved from Annex 4.<br>6: Moved from Annex 9.<br>Table 1: Inserted to allow relevant Schedule 1 information to be cross-tabulated for each Station. | This now contains information that may be relevant at the commencement of a Station Access Agreement and sets information out in tabular format to assist interpretation |
| Sch2 | Addresses for Service                        | No change.                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                          |
| Sch3 | Call-Off Procedure                           | Appendix updated to reflect latest industry template.                                                                                                                                                                                                                                                            |                                                                                                                                                                          |
| Sch4 | Access Charges                               | No change.                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                          |
| Sch5 | Collateral Agreement                         | Removed as no longer required.                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |

**Table 1D – Station Diversionary Access Agreement**

| CI/Sch | Heading               | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Comments |
|--------|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|
| -      | Recitals              | Reference to ORR s18/s22 powers removed.                                                                                                                                                                                                                                                                                                                                                                                                                                                   |          |
| 1      | Interpretation        | <ul style="list-style-type: none"> <li>Defined terms added to distinguish between 1993 Act and Railways Bill (referred to as “2026 Act”).</li> <li>Change of Law added as referenced in new variation clause.</li> <li>Default Interest Rate added due to new clause 8.</li> <li>GBR related definitions added and Network Rail deleted.</li> <li>Station Access Conditions become Stations Code (incorporating GBR Stations Code) as part of GBR Code.</li> </ul> ORR references removed. |          |
| 2      | Conditions Precedent  | 2.1.1: Amended to reference new licensing provisions in Railways Bill.<br>2.1.6: Deleted to remove requirement to send copy to ORR.<br>2.3 & 2.4: Amended to reflect movement of confidentiality obligations.                                                                                                                                                                                                                                                                              |          |
| 3      | Permission to Use the | Amended to reference relevant charging sections of                                                                                                                                                                                                                                                                                                                                                                                                                                         |          |

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|       | Station                                      | Stations Code.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                          |
|-------|----------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4     | Stations Code                                | 4.2: Removes right for ORR to direct under old 1993 Act powers.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |
| 5     | Term and Termination                         | 5.1(e): Permits either party to terminate on 180 days' notice.<br>5.2.1(h): Deleted as franchise agreements no longer relevant (may be adapted for concessionaires).<br>5.2.3(d): Amended to reference new licensing provisions in Railways Bill.<br>5.2.3(e): Corrects erroneous reference to Safety Certificate.<br>5.4.2: Incorporates new Beneficiary termination right.<br>5.4.3(a): Amended to require Station detail to be added.<br>5.4.4(c): Removes ORR powers in relation to termination.<br>5.4.4(d): Removes requirement to serve notice on the SoS. |                                                                                                                                                                          |
| 6     | Charges for Permission to Use Station        | Minor adjustments to align cross-referencing, remove facsimile etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                          |
| 7     | Whole Agreement, Amendment & Assignment      | 7.3: New mechanism introduced to enable variations to be effected in various circumstances.<br>7.4 & 7.5: ORR consent removed, s30 novation provisions removed and basic novation provision retained.<br>7.7: Restrictions on disposals/security adjusted to reflect GBR is SFO.                                                                                                                                                                                                                                                                                  |                                                                                                                                                                          |
| 8     | General                                      | Provisions moved from Part 17 of ISACs.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                          |
| 9     | Notices and Communications                   | Minor amendments to remove facsimile references and update definitions.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                          |
| 10    | Governing Law and Submission to Jurisdiction | No change (other than definition updates).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                          |
| 11    | Rights of Third Parties                      | Removes ORR third party rights.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                          |
| Sch 1 | Contract Particulars                         | 1: Adds GBR as SFO (see note in mark-up).<br>5: Stations details now referenced in table and others to be provided on request.<br>6: SoS address no longer required.<br>8: Confidentiality timings included in clause 8.<br>9: Moved from Appendix 6 of Annex 1.<br>10: Moved from Annex 4.<br>11: Moved from Annex 9.<br>Table 1: Inserted to allow relevant Schedule 1 information to be cross-tabulated for each Station.                                                                                                                                      | This now contains information that may be relevant at the commencement of a Station Access Agreement and sets information out in tabular format to assist interpretation |
| Sch 2 | Exclusive Station Services                   | No change.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                          |
| Sch 3 | Addresses for Service                        | No change.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                          |

**Table 2: Station Access Conditions (now Station Code)**

| Part              | Heading                                          | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Comments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|-------------------|--------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1                 | Organisation of the Station Code and Definitions | <p>1.1: Amended to reflect definition updates, ORR removals and need to reference Acts separately.</p> <p>1.2: Various amendments to remove unused defined terms and amend existing terms as necessary.</p> <p>1.5: Added to clarify approach to GBR in its capacity as an operator.</p>                                                                                                                                                                                                                                                                                                                                                                   | <p>Note the new definition of “Good Industry Practice” - acting in a proper and proficient manner in accordance with methods and practices customarily used in good and prudent railway industry practice (including Railway Group Standards and Safety Obligations) and with that degree of skill, care, diligence and prudence reasonably and ordinarily exercised by experienced and competent operators of stations engaged in similar activities under similar circumstances and conditions.</p> <p>This is used in the definition of “Maintenance” and “Repair”. This is necessary to facilitate the removal of the Statement of Condition and individual Maintenance Specifications.</p> <p>Review of other facility access agreements show that the current level of detail in the Station Access Annexes is not replicated elsewhere. For example, in other Facility Access Agreements:</p> <ul style="list-style-type: none"> <li>• The Facility Owner is required to perform its obligations efficiently, economically, promptly and with the skill, diligence, prudence and foresight expected of an experienced facility owner and operator and;</li> <li>• The Facility must be maintained and operated to that standard so the Services can be provided using the Specified Equipment in accordance with the contract.</li> </ul> <p>Our proposed definition goes further than other Facilities or on other Service Providers.</p> |
| 2                 | Modifications to Stations Code                   | Parties are directed to use the Contract Change Mechanism set out in Part C of the GBR Code                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Our proposal is to align this change process with the one in the GBR Code so there is one consistent change process across all 3 GBR Codes.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 3                 | Changes to Station or Stations Code              | Amended to reflect establishment of GBR and removal of ORR role.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | We are not proposing significant amendment to this at present. Only those required to reflect change in role of ORR and creation of GBR.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 4                 | Works, Repair, Maintenance                       | Consequential updates to reflect amendments in other Parts.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <p>As we are proposing to remove reference to Equipment and Element Inventories, we have introduced the concept of “Good Industry Practice” - see details in A above. This is a recognised contractual term already in use across many rail contracts.</p> <p>We have also removed those provisions related to the historic Landlord and Tenant relationship between NR and the TOC as both will be GBR.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 5                 | Insurance                                        | No material changes.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| 6, 6A, 6B, 6C, 6D | Access Charging                                  | <p>Part 6: Amended to apply generically where applicable and only to Non-Managed Stations and FRI Stations where otherwise not relevant to Managed Stations.</p> <p>Part 6A: Added to provide for specific provisions in respect of Managed Stations, following the ISACs charging arrangements for the remainder of CP7.</p> <p>Part 6B: Added to provide for specific provisions in respect of Non-Managed Stations, following the NSACs charging arrangements for the remainder of CP7.</p> <p>Part 6C: Added to provide for specific provisions in respect of FRI Stations, following the FRI SACs charging arrangements for the remainder of CP7.</p> | <p>Due to variations between the charging provisions in the ISAC, NSAC, and FRI Access Conditions we have created 3 separate schedules. This is an interim solution for the remainder of CP7 to preserve the existing charges framework.</p> <p>We intend to align the charging principles for all GBR stations at the beginning of GBR's first Funding Period (FP1)</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |

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| 7  | Existing Agreements and Third Party Rights      | Limited amendments to reflect revised ORR role. Condition 47 expanded to cover additional agreements. Further updates may be made to reflect changes to agreements referenced in Condition 49. | This has been amended to permit GBR to enter into additional agreements if they don't create a "Relevant Restriction". It still must consult all Users and give due regard to their interests before entering into an agreement. We have added this to avoid the Annexes having to be updated whenever GBR enters into an agreement that does not create a Relevant Restriction (on the basis that it will not impact the User).                                                                           |
| 8  | Litigation and Disputes                         | Consequential updates to reflect amendments in other Parts and to align with GBR Code.                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 9  | Station Register                                | Station Register concept removed and replaced with general User right to request information.                                                                                                  | The requirement to maintain a hard copy station register at each station is outdated and does not reflect the reality of how information is stored and shared. We propose to replace the requirement to maintain a Station Register with an obligation on GBR to provide such information relating to the station, its operation, and any matter which may affect the rights or obligations of a User (or potential user) under or in respect of its Station Access Agreement, as is reasonably necessary. |
| 10 | Rights Granted over Adjacent Property           | No material change.                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 11 | Station Facility Owner's Property Rights        | No change.                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 12 | Performance Monitoring Regime and Remedies      | 67 to 69: Performance Monitoring Regime removed (subject to consultation).<br>70 – 74: No material changes other than consequential adjustments following removal of Condition 67              | The performance monitoring regime was only included in the 20 managed stations and has never been used to our knowledge. It is not a feature of the NSAC or FRI Access Conditions which will make up the majority of GBR stations                                                                                                                                                                                                                                                                          |
| 13 | Environmental Protection                        | No material changes.                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 14 | Other Positive Obligations                      | 81: Updated to reflect nature of GBR and to remove historic provisions.                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 15 | Other Negative Obligations                      | No material changes.                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 16 | Attribution of Costs                            | Amended to align with Railways Bill and remove references to franchises.                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 17 | General [Common Station Amenities and Services] | General provisions moved to Clause 8 of SAA and replaced with certain provisions from Annex 1.                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 18 | Railway Superstructure and Railway Substructure | Moved from Appendix 7 to Annex 1.                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 19 | Specified Provisions                            | Added to move provisions from Annex 8.                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |

**Table 3: Station Annexes**

| Annex   | Heading                                                                                                            | Summary of Changes                                                                                                                                                                                                                                                                          | Comments                                                                                                                                                                                                                             |
|---------|--------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.      | Common Station Amenities and Services                                                                              | 1: Generic provisions moved to Part 17 of Stations Code.<br>2 – 4 & 8: Moved to Part 17 of Stations Code but aligned with NSACs.<br>4: Connection Agreement no longer required.<br>7: Moved to front end of SAA.<br>9: Removed as no longer used.<br>10: Moved to Part 17 of Stations Code. |                                                                                                                                                                                                                                      |
| 1 App 1 | Specification for Common Services.                                                                                 | Removed as not used (subject to consultation).                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                      |
| 1 App 2 | Stations Plan                                                                                                      | Retained following feedback.                                                                                                                                                                                                                                                                | Several stakeholders raised concerns about the removal of the station plan, so now included.                                                                                                                                         |
| 1 App 3 | Statement of Condition                                                                                             | Removed as not used (subject to consultation).                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                      |
| 1 App 4 | Equipment Inventory                                                                                                | Retained for Managed Stations and added in the alternative for Non-Managed Stations                                                                                                                                                                                                         | This is required for the calculation of QX only and is proposed as an interim solution up until the end of Control Period 7. References to GBR and SFO in the non-managed version are purely to enable QX to be calculated correctly |
| 1 App 5 | Elements Inventory                                                                                                 | Retained for Managed Stations and added in the alternative for Non-Managed Stations.                                                                                                                                                                                                        | This is required for the calculation of QX only and is proposed as an interim solution up until the end of Control Period 7. References to GBR and SFO in the non-managed version are purely to enable QX to be calculated correctly |
| 1 App 6 | Excluded Equipment                                                                                                 | Moved to Schedule 1 of SAA.                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                      |
| 1 App 7 | Railway Superstructures and Substructures                                                                          | Moved to Part 18 of Station Code.                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                      |
| 2.      | Qualifying Expenditure                                                                                             | Consolidated into Parts 6A, 6B and 6C of Station Code.                                                                                                                                                                                                                                      | This is to make sure the same principles are applied across all stations                                                                                                                                                             |
| 3.      | Common Station Amenities and Common Station Services which may be changed only by Unanimous Agreement of all Users | Moved to Part 17 of Stations Code.                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                      |
| 4.      | Existing Works and Adjacent Works                                                                                  | Moved to Schedule 1 of SAA.                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                      |
| 5.      | Existing Agreements                                                                                                | Moved to Schedule 4 of SAA.                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                      |
| 6.      | Identified Abatable Charges for Common Station Amenities and Common Station Services                               | Retained                                                                                                                                                                                                                                                                                    | There are currently some variations between stations so these need to remain in the Annexes.                                                                                                                                         |
| 7.      | Sliding Scale of Abatement for Failure to open Station during agreed Opening Times                                 | Retained                                                                                                                                                                                                                                                                                    | There are currently some variations between stations so these need to remain in the Annexes.                                                                                                                                         |

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| 8.  | Specified Provisions                               | <p>1: Moved to Part 19 of Stations Code.</p> <p>2: Moved to Schedule 1 of SAA.</p> <p>4: Percentage now included in definition of Requisite Majority.</p> <p>5: Moved to Condition 33 itself.</p> <p>6: Drafting moved to Part 19 of Station Code.</p> <p>9: Amount moved to Condition 52.1.</p> <p>16: Amount moved to drafting in new Clause 8 of the SAA.</p> <p>18(B): Removed as was only relevant up to 31 December 1998.</p> <p>18(F): Removed as this overlaps with Clause 7.7 of the SAA.</p> <p>18(G): Relevant wording adjusted in Stations Code.</p> <p>20: Moved to Schedule 1 of the SAA.</p> <p>21: Moved to Part 19 of Stations Code.</p> <p>22: Added to clarify indexation of specific amounts in Annex 8.</p> | Generic provisions moved to Station Code for consistency |
| 9.  | Disrepairs to be remedied                          | Moved to Schedule 1 of SAA.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                          |
| 10. | Production of Specifications and Plan              | Removed as not used (subject to consultation).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                          |
| 11. | Repair and Maintenance Specifications              | Removed as not used (subject to consultation).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                          |
| 12. | Review of Incentives                               | Removed as not used (subject to consultation).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                          |
| 13. | Performance Audit for Major Stations               | Removed as not used (subject to consultation).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                          |
| 14. | Template Co-operation Agreement – Industry Parties | Retained with limited initial amendments to align definitions, and to remove references to ORR and franchising.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                          |
| 15. | Template Co-operation Agreement – Station Investor | Retained with limited initial amendments to align definitions, and to remove references to ORR and franchising.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                          |
| 16. | Template Station Investor Participation Deed       | Retained with limited initial amendments to align definitions and to remove references to ORR.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                          |

## Annex D Changes to depot contracts and Depot Code

The following tables identify proposed changes to the current ORR template depot access documentation to create a new GBR DAA and a new GBR Depot Code .

Table 1 identifies amendments to the template Depot Access Agreement. Table 2 identifies changes to the template Depot Access Conditions. Table 3 identifies changes to the template Depot Access Annexes. In the last case, as the intention is to remove the Depot Access Annexes altogether each element is either shown as deleted or moved. The phrase "L/T relationship" refers to the previous landlord and tenant relationship between Network Rail and the DfT TOC which will no longer apply to GBR once Depot Leases have been terminated. The GBR DAA is based on the current "Access to a passenger service operator's depot" England and Wales version.

**Table 1: Depot Access Agreement**

| Cl/Sch | Heading                          | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                                                       | Comments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|--------|----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| -      | Recitals                         | Reference to ORR s18/s22 powers removed.                                                                                                                                                                                                                                                                                                                                                                                                 | To recognise the change in the role of ORR<br>While the Railways Act 1993 is disapplied, the access and charging provisions of the Access and Management Regulations (AMR) will still apply to GBR depots.                                                                                                                                                                                                                                                                                                          |
| 1      | Definitions                      | <ul style="list-style-type: none"> <li>Defined terms added to distinguish between 1993 Act and Railways Bill (referred to as "2026 Act").</li> <li>Change of Law added as referenced in new variation clause.</li> <li>Default Interest Rate added due to new clause 8.</li> <li>Depot Access Conditions become Depot Code.</li> <li>GBR related definitions added and Network Rail deleted.</li> <li>ORR references removed.</li> </ul> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 2      | Conditions Precedent             | 2.1.1: Deleted on basis that GBR will be the DFO so not required.<br>2.1.2: Amended to reference licensing provisions introduced by Railways Bill.<br>2.1.6: Deleted on basis that GBR will be the DFO so not required.<br>2.1.7: Deleted to remove requirement to send copy to ORR.<br>2.2: Amended to reflect adjustments to clause 2.1.<br>2.3 & 2.4: Amended to update references to Depot Code.                                     | 2.1.1 relates to the requirement to enter into a Collateral Agreement. This was required to create a contractual relationship between NR and the Beneficiary. As the responsibilities of NR will transfer to GBR who will be the DFO these are no longer required.<br>2.1.6 relates to the requirement for the DFO to have a Connection Agreement. As GBR will be both owners of the GBR Network and as DFO and the Adjacent Facility Owner there will not be a requirement for Connection Contracts at GBR Depots. |
| 3      | Permission to Use the Depot      | No change (other than definition updates).                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 4      | Depot [Access Conditions] [Code] | Heading amended.<br>4.2: Removes right for ORR to direct under old 1993 Act powers.                                                                                                                                                                                                                                                                                                                                                      | To recognise the change in the role of ORR                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 5      | [Contract Reviews]               | 5.1: Party review mechanism removed and replaced                                                                                                                                                                                                                                                                                                                                                                                         | As we are moving the list of Existing                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

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|----|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    | [Modifications]                         | with ability to amend list of Existing Agreements following a DFO Change Proposal.<br>5.2: Removed as variations arising from Depot Code changes now covered in clause 9.                                                                                                                                                                                                                                                                                                                                                                                             | Agreements to the DAA there needs to be a mechanism to amend the DAA if a further Existing Agreement is made. This would only be following a DFO Depot Change proposal.<br><br>We have also removed references to franchising because they will not exist under the GBR model                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 6  | Term and Termination                    | 6.1.3: Consequential amendment due to deletion of clause 9.4.<br>6.2.1(h): Deleted (in train operator only) as franchise agreements no longer relevant (may be adapted for concessionaires).<br>6.2.3(d): Amended to reference licensing provisions introduced by Railways Bill.<br>6.2.3(e): Deleted on basis that GBR will be the DFO so not required.<br>6.4.2: Amended to recognise Beneficiary termination right in Clause 9.2.7.<br>6.4.4(c) to 6.8 (inclusive): Removes ORR powers in relation to termination.<br>6.7: Updates EPTC reference to refer to GBR. | We have removed ORR's right to terminate the DAA to recognise the change in their role.<br>We have removed the reference to the European Passenger Timetable Conference in the termination clause (we understand it no longer exists!) and replaced with a reference to GBR as it is proposed that GBR will specify the timetable change dates.                                                                                                                                                                                                                                                                                                                                                                        |
| 7  | Charges for Permission to Use Depot     | No change.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| 8  | Remedies                                | 8.1.5 & 8.1.10: Amended to remove reference to ORR.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | There is a complex delay attribution process for delays within the depot. From our initial discussions with DFO's and Beneficiaries we believe this is not used and any delays are dealt with through the Track Access Contract.<br><br>We initially proposed to remove the delay attribution provisions but following stakeholder concerns we are proposing to reinstate.                                                                                                                                                                                                                                                                                                                                             |
| 9  | Whole Agreement, Amendment & Assignment | 9.2: New mechanism introduced to enable variations to be effected in various circumstances.<br>9.3 & 9.4: ORR consent right removed and simple novation clause inserted instead of s30 novation provisions.<br>9.6: Restrictions on disposals/security adjusted to reflect GBR is DFO.                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| 10 | Depot Work Plan                         | 10: Deleted on basis that Depot Work Plan and Register concept removed.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | From our initial discussions with DFOs and Beneficiaries we believe that Depot Work Plans are not used in the Depot Access Conditions. Reviews of recent copies of Depot Access Conditions support this view.<br><br>The requirement to maintain a hard copy depot register at each depot is outdated and does not reflect the reality of how information is stored and shared. We propose to replace the requirement to maintain a Depot Register with an obligation on GBR to provide such information relating to the Depots, its operation, and any matter which may affect the rights or obligations of a User (or potential user) under or in respect of its Depot Access Agreement, as is reasonably necessary. |



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|--------|---------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 11     | Notices and Communications                        | Minor amendments to remove facsimile references and update definitions.                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 12.    | Governing Law and Submission to Jurisdiction      | No change (other than definition updates).                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 13.    | Rights of 3rd Parties                             | Removes ORR third party rights.                                                                                                                                                                                                                                                                                                  | To recognise change in role of ORR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| 14.    | General                                           | Moves provisions from Part Q of Depot Access Conditions into DAA.                                                                                                                                                                                                                                                                | We believe these provisions are better placed in the DAA than the GBR Depot Code                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Sch 1  | Contract Particulars                              | 4: Depot to be named in Schedule 1 and further detail to be provided on request. Depot Plan appended.<br>6: Excluded Equipment moved from Annex 1 Appendix 7.<br>7: Existing and Adjacent Works moved from Annex 2.<br>8: Miscellaneous Provisions moved from Annex 5.<br>9: Beneficiary's Train Preparation moved from Annex 8. | This is information that is typically set out in the Depot Specific Annexes. From our initial engagement with stakeholders, and in particular Beneficiaries, we understand that they are interested in the services and capacity available at the depot and the current level of granularity in the annexes is not particularly helpful. As an alternative we are proposing an obligation on the DFO to provide reasonable information about services and capacity of the depot to potential users. Following feedback, the Depot plan will be appended to the DAA. |
| Sch 2  | Notices                                           | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 3  | Fleet Vehicles                                    | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 4  | Applicable Systems Interfaces                     | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 5  | Fleet Maintenance                                 | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 6  | Fuelling and Fuel Point Exams                     | No change (other than definition updates).                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 7  | Exterior Cleaning                                 | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 8  | Stabling                                          | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 9  | Wheel Re-Profiling                                | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 10 | Interior Cleaning                                 | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 11 | Off-Depot Services                                | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 12 | Depot Access                                      | No change (other than definition updates and to remove L/T relationship).                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 13 | [Beneficiary Minutes Delay] [Existing Agreements] | No change                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 14 | [DFO Minutes Delay] [DFO Own Services]            | No change                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 15 | Performance Related Payments by Beneficiary       | Deleted on basis that not used (subject to consultation).                                                                                                                                                                                                                                                                        | We propose deleting as we understand these are not used                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Sch 16 | DFO Performance Related Payments                  | Deleted on basis that not used (subject to consultation).                                                                                                                                                                                                                                                                        | We propose deleting as we understand these are not used                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Sch 17 | Existing Agreements                               | Existing Agreements provisions moved from Annexes and Remedies removed to avoid overlap.                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 18 | Notifiable Condition                              | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 19 | CET Servicing                                     | No change.                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Sch 20 | DFO's Own Services.                               | DFO Own Services provisions moved from Annex 7.                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |

**Table 2: Depot Access Conditions (now Depot Code)**

| Part | Heading                                     | Summary of Changes                                                                                                                                                                                                                                                                                                                                                                                 | Comments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|------|---------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A.   | Organisation of Code and Definitions        | <p>A1.1: Amended to reflect definition updates and need to reference Acts separately.</p> <p>A1.2: Various amendments to remove unused defined terms and amend existing terms as necessary.</p> <p>A1.3 to A1.5: Amended to reflect Railways Bill and L/T relationship.</p> <p>A1.6: Added to clarify approach to GBR in its capacity as an operator.</p>                                          | <p>Note the new definition of “Good Industry Practice” - acting in a proper and proficient manner in accordance with methods and practices customarily used in good and prudent railway industry practice (including Railway Group Standards and Safety Obligations) and with that degree of skill, care, diligence and prudence reasonably and ordinarily exercised by experienced and competent operators of light maintenance depots engaged in similar activities under similar circumstances and conditions.</p> <p>This is used in the definition of “Maintenance” and “Repair”. This is necessary to facilitate the removal of the Statement of Condition and individual Maintenance Specifications.</p> <p>Review of other facility access agreements show that the current level of detail in the Depot Access Annexes is not replicated elsewhere.</p> <p>For example, in other Facility Access Agreements:</p> <ul style="list-style-type: none"> <li>• The Facility Owner is required to perform its obligations efficiently, economically, promptly and with the skill, diligence, prudence and foresight expected of an experienced facility owner and operator and</li> <li>• The Facility must be maintained and operated to that standard so the Services can be provided using the Specified Equipment in accordance with the contract. -</li> </ul> |
| B.   | Modifications to Depot Access Documentation | <p>Parties are directed to use the Contract Change Mechanism set out in Part C of the GBR Code</p> <p>Part B11 (Unilateral Amendment of Diagrams and Running Maintenance Programmes) moved to Part C</p>                                                                                                                                                                                           | <p>Our proposal is to align this change process with the one in the GBR Code so there is one consistent change process across all 3 GBR Codes.</p> <p>Part B11 is a standalone provision which would not work with the GBR Code mechanism so propose to move to Part C.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| C.   | Changes to Depot                            | <p>Updated to make essential changes to reflect establishment of GBR and to replace Railtrack Change Proposal with DFO Change Proposal concept.</p> <p>Added provisions from Part B11</p>                                                                                                                                                                                                          | <p>We are not proposing significant amendment to this at present. Only those required to reflect change in role of ORR and creation of GBR</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| D.   | Works, Repairs, Maintenance                 | <p>D1 to D4: Reference to Railtrack requests and obligations removed.</p> <p>D5: Obligations on DFO amended to broadly replicate ISACs but with general reference to GIP rather than Equipment/Element Inventories.</p> <p>D8 to D11: Removed to reflect absence of L/T relationship.</p> <p>D12: Removed to align with ISACs approach.</p> <p>D13: Reference to Connection Agreement removed.</p> | <p>We have tried to replicate provisions in the Independent Station Access Conditions (ISAC) for consistency.</p> <p>As we are proposing to remove reference to Equipment and Element Inventories, we have introduced the concept of “Good Industry Practice” - see details in A above. This is a recognised contractual term already in use across many rail contracts.</p> <p>We have also removed those provisions related to the historic Landlord and Tenant relationship between NR and the TOC as both will be GBR.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| E.   | Insurance                                   | Part E aligned to Part 5 of ISACs.                                                                                                                                                                                                                                                                                                                                                                 | No significant changes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |

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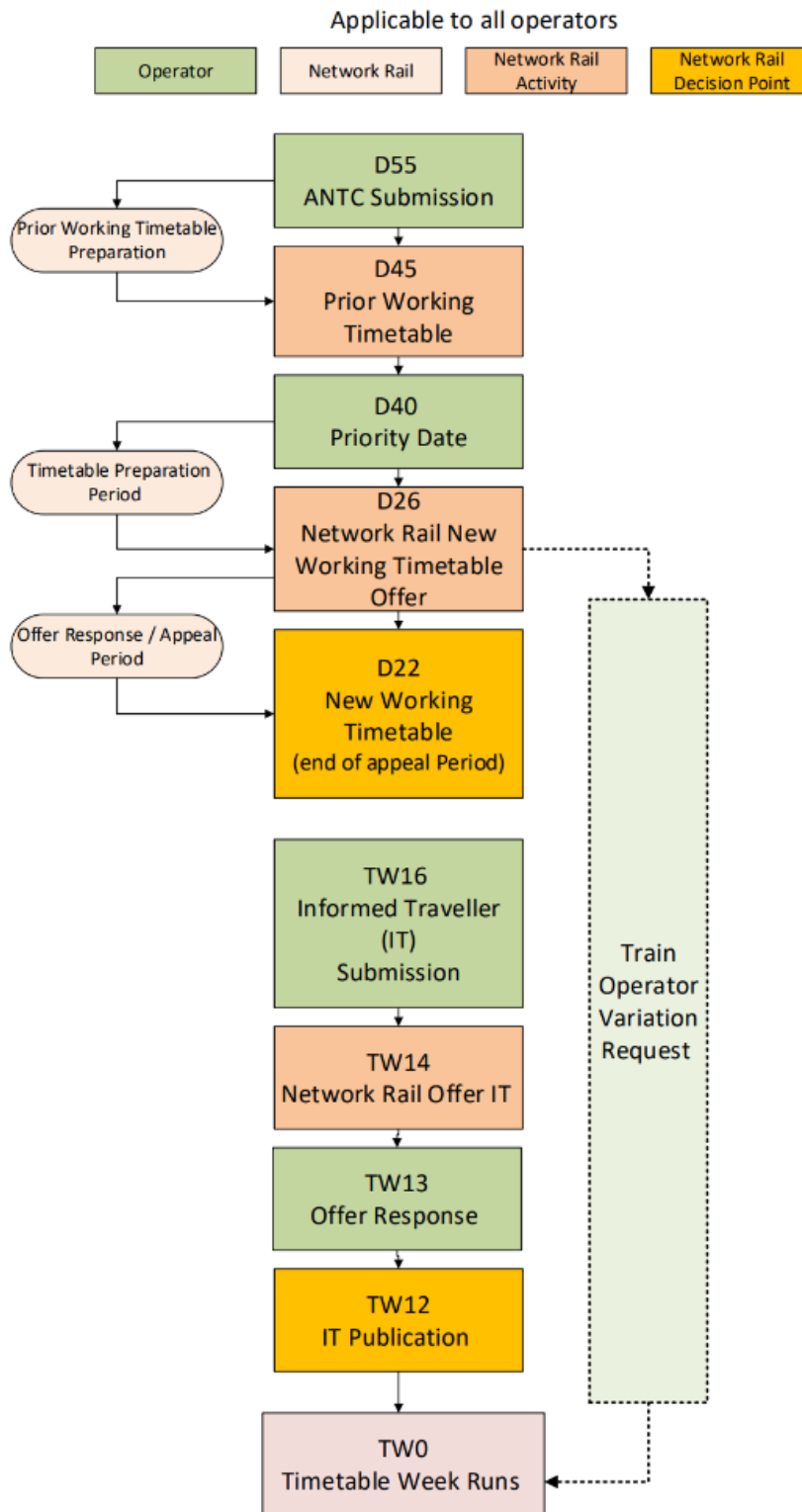
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|----|-----------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| F. | Access Charging                                                 | F3.1: Licence reference simplified.<br>F3.3 to 3.8: Deleted to remove L/T relationship.<br>F4: References to franchising and ORR approval removed.                                 | We have also removed those provisions related to the historic Landlord and Tenant relationship between NR and the TOC as both will be GBR.                                                                                                                                                                                                                                                                                                                                                        |
| G. | Existing Agreements and Third-Party Rights                      | Part re-written to reflect absence of L/T relationship and permit entry into agreements that do not result in Relevant Restrictions (G6). Further updates may be made to G8.       | This has been amended to permit GBR to enter into additional agreements if they don't create a "Relevant Restriction". It still must consult all Users and give due regard to their interests before entering into an agreement. We have added this to avoid the DAA having to be updated whenever GBR enters into an agreement that does not create a Relevant Restriction (on the basis that it will not impact the User).                                                                      |
| H. | Litigation and Disputes                                         | H1 to H4: Amended to remove L/T relationship and reference provisions moved from Annexes to Schedule 1 of DAA.<br>H5: Consequential amendments made.                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| I. | [Depot Register]<br>[Provision of Information]                  | Depot Register concept removed and replaced with general User right to request information.                                                                                        | The requirement to maintain a hard copy depot register at each depot is outdated and does not reflect the reality of how information is stored and shared. We propose to replace the requirement to maintain a Depot Register with an obligation on GBR to provide such information relating to the Depots, its operation, and any matter which may affect the rights or obligations of a User (or potential user) under or in respect of its Depot Access Agreement, as is reasonably necessary. |
| J. | Rights Granted over Adjacent Property                           | J1 to J3, J6, J7: Deleted to remove L/T relationship.<br>J4, J5, J8, J9, J10: Amended to reflect DFO/User relationship.                                                            | We have also removed those provisions related to the historic Landlord and Tenant relationship between NR and the TOC as both will be GBR.                                                                                                                                                                                                                                                                                                                                                        |
| K. | Rights Reserved by DFO                                          | Amended to align with Part 11 of the ISACs.                                                                                                                                        | We have aligned with part 11 of ISACs for consistency                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| L. | Remedies                                                        | L1: Partially deleted to remove L/T elements of performance regime.<br>L2 & L3: Amended to align more closely with Part 12 of the ISACs and to remove L/T relationship provisions. | Following stakeholder concerns we are proposing to reinstate L1                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| M. | Environmental Protection                                        | Re-drafted to follow Part 13 of the ISACs.                                                                                                                                         | We have aligned with part 13 of ISACs for consistency                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| N. | Other Positive Obligations                                      | N1, N3 & N4: Amended to reflect absence of L/T relationship and to more closely align with ISACs.<br>N2 & N5: Removed to reflect absence of L/T relationship.                      | We have aligned with ISACs for consistency and reflected removal of L/L and T relationship                                                                                                                                                                                                                                                                                                                                                                                                        |
| O. | Other Negative Obligations                                      | Generally amended to remove L/T relationship.                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| P. | Attribution of Costs                                            | Amended to reflect absence of L/T relationship.                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Q. | General                                                         | Moved to Clause 14 of DAA.                                                                                                                                                         | We believe this is better placed in the DAA                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| R. | Decision, Criteria, Unregulated Contracts and Defeasible Rights | R1 to R3: Amended to remove Railtrack, Depot Work Plan and s17-s22 1993 Act references.<br>R4: Removed on the basis that provisions relate to a s17 agreement.                     | GBR contracts will not be approved by ORR so amended to reflect that all GBR contracts will be unregulated.                                                                                                                                                                                                                                                                                                                                                                                       |
| S. | [Depot Work Plan] [Railway Superstructures and Substructures]   | Deleted on basis that Depot Work Plan no longer referenced.<br>Replaced with Railway Superstructure and Substructure information from Appendix 6 of Annex 1.                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |

**Table 3: Depot Annexes**

| Annex   | Heading                                           | Summary of Changes                                                                                                                                                                                                  | Comments                                                              |
|---------|---------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|
| 17.     | General Information                               | 1: Limited information moved to Sch 1 of DAA (with any further information to be provided on request).<br>2: Moved to DAA definitions.<br>3: Depot Register deleted.<br>4: Connection Agreement no longer required. | This table indicates where the various provisions have been moved to. |
| 1 App 1 | The Plan                                          | Reference moved to Schedule 1 of DAA.                                                                                                                                                                               |                                                                       |
| 1 App 2 | Statement of Condition                            | Removed on basis this is not typically used (subject to consultation).                                                                                                                                              |                                                                       |
| 1 App 3 | Equipment Inventory                               | Deleted. Any relevant information to be retained digitally                                                                                                                                                          |                                                                       |
| 1 App 4 | Elements Inventory                                | Deleted. Any relevant information to be retained digitally.                                                                                                                                                         |                                                                       |
| 1 App 5 | Critical Elements of Depot and Critical Equipment | Deleted. Any relevant information to be retained digitally.                                                                                                                                                         |                                                                       |
| 1 App 6 | Railway Superstructure and Substructure           | Moved to Part S of Depot Code.                                                                                                                                                                                      |                                                                       |
| 1 App 7 | Excluded Equipment                                | Moved to Schedule 1 of DAA.                                                                                                                                                                                         |                                                                       |
| 18.     | Existing Works and Adjacent Works                 | Moved to Schedule 1 of DAA.                                                                                                                                                                                         |                                                                       |
| 19.     | Existing Agreements                               | Moved to Schedule 13 of DAA except for Global Agreements which are removed.                                                                                                                                         |                                                                       |
| 20.     | Collateral Agreements                             | Deleted on basis that GBR will be the DFO so not required.                                                                                                                                                          |                                                                       |
| 21.     | Miscellaneous Provisions                          | Existing Agreement provisions merged with relevant sections from Annex 3 and moved to Schedule 13 of DAA. Provisions otherwise moved to Schedule 1 of DAA where still relevant.                                     |                                                                       |
| 22.     | Remedies                                          | Deleted on basis that performance regimes are removed.                                                                                                                                                              |                                                                       |
| 23.     | Depot Facility Owner's Own Services               | Moved to Schedule 14 of DAA (including detail).                                                                                                                                                                     |                                                                       |
| 24.     | Beneficiary Train Preparation                     | Moved to Schedule 1 of DAA and detail to be included as relevant.                                                                                                                                                   |                                                                       |

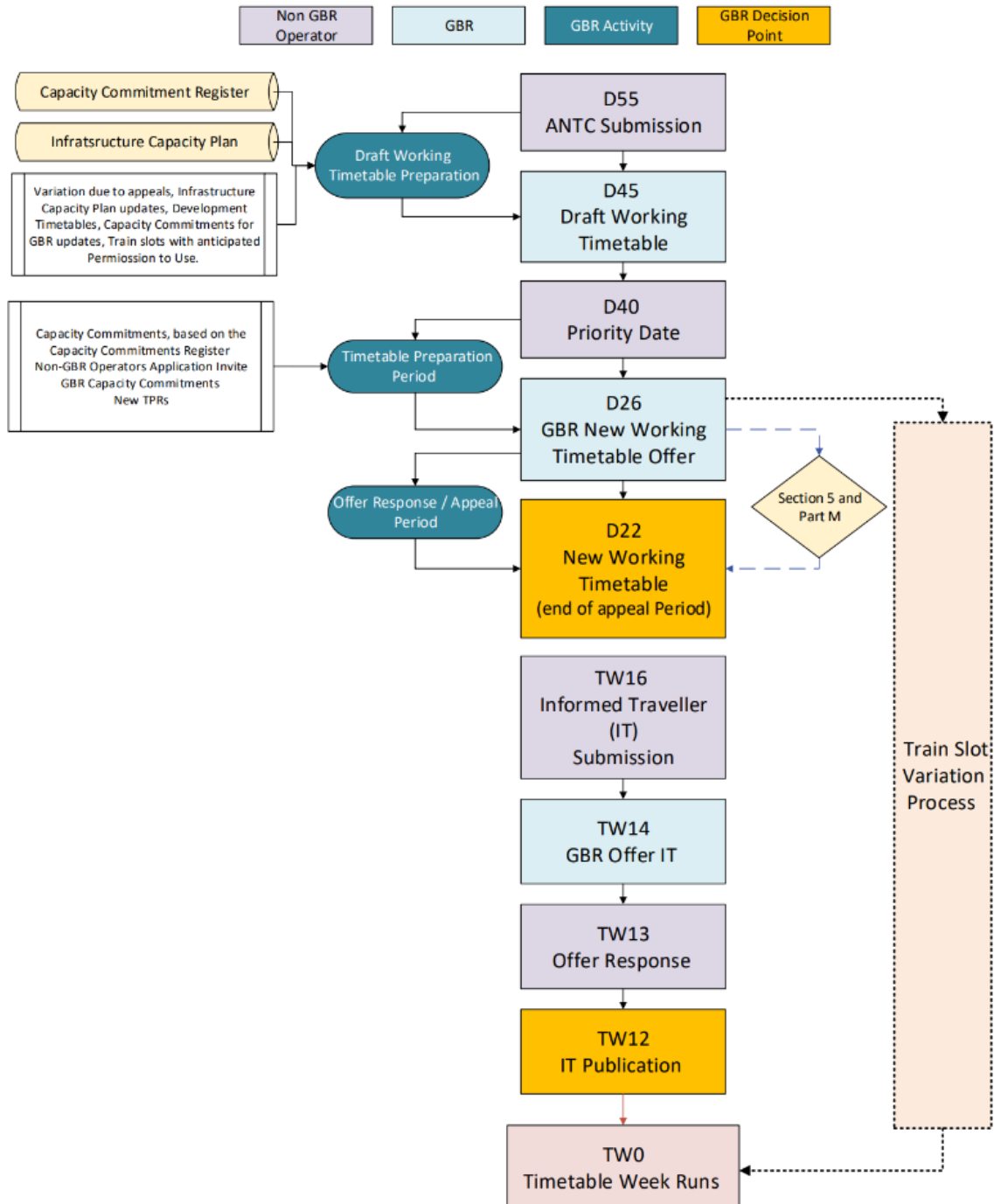
# Annex E      Changes to Part D

## Network Rail Part D Process Map



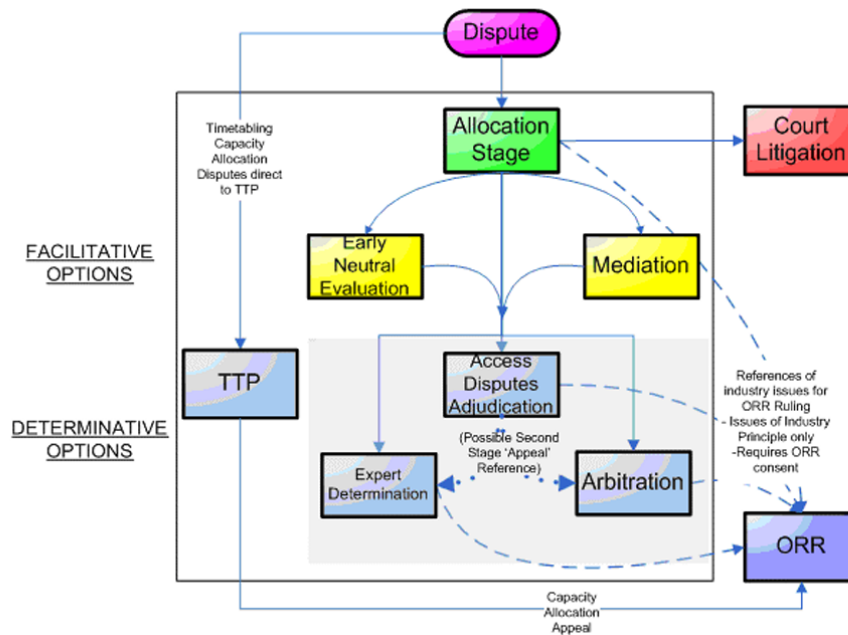
## GBR Part D Process Map

Applicable to Non-GBR Operators



## Annex F Current & potential flow-chart of Disputes Process

### Current flow-chart in Part R (ADRR)



### Potential flow-chart as per indicative draft

