

SPAA MSG 010-23

Version 1.0

Date issued: 28 April 2023

European Payments Council AISBL,
Cours Saint-Michel 30 B-1040 Brussels
T +32 2 733 35 33
Enterprise N°0873.268.927
secretariat@epc-cep.eu

Public

Approved

Minutes of the twenty-second meeting of the SEPA Payment Account Access Multi-Stakeholder Group (SPAA MSG)

Venue: Teleconference (via Microsoft Teams)

Distribution: SPAA MSG

Meeting Date: 31 March 2023 (10.00-16:00 CEST)

1 Welcome by the SPAA MSG Co-Chairs

The co-chairs A. González Mac Dowell and G. Boudewijn welcomed the members to the twenty-second meeting of the SEPA Payment Account Access Multi-Stakeholder Group (SPAA MSG).

G. Andreoli who will become the EPC's new Director General as from 1 April 2023 introduced himself to the group. He also informed that the market has indeed high expectations of the SPAA scheme as for example noted during the 30 March 2023 meeting of the Payment Systems Market Expert Group (PSMEG).

A quorum was declared, including a number of proxies which were approved by the SPAA MSG

The list of attendees and proxies can be found in Annex I.

2 Approval of the agenda (SPAA MSG 008-23)

The agenda was approved as distributed.

3 Approval of the minutes of the 21st meeting of the SPAA MSG (SPAA MSG 007-23)

The minutes of the meeting that took place on 17 February 2023 were approved as distributed and will be published in due course on the EPC website.

4 Status update on latest developments

The co-chair G. Boudewijn reported on the Q&A session with the EPC's external competition lawyers, which had taken place on 27 March 2023 to provide clarity on their assessment of the SPAA scheme rulebook and of the SPAA default fees, including the underlying principles and the process followed to derive them (see also section 8). Initially this call had been organised for 'in-house' competition lawyers (nominated by SPAA MSG members) only but following several requests it had been agreed that interested SPAA MSG members could also join in 'listening mode'. No firm conclusions were drawn during this Q&A session and a follow-up call had been organised on the asset holder's side where it was communicated that the required legal 'comfort' had not yet been obtained. The asset holders hence expect to receive further legal comfort, but the call scheduled on 29 March 2023 had been cancelled by DG COMP. It was however confirmed



by the EPC Secretariat that a new date had been agreed prior to the next meeting of the SPAA MSG. The SPAA MSG will be informed about it in due course.

E. Goosse confirmed that the EPC will do its utmost best to obtain the required legal comfort and to this end the EPC's external competition lawyers had been invited to prepare a new memo, which includes also their view on the possibility of getting a written statement from DG COMP (see also section 8).

A. Faas commented that EuroCommerce unfortunately did not get access to the previous memos from the EPC's external competition lawyers and continued by saying that they would like to be reassured by DG COMP to the extent possible that the business conditions methodology is seen as acceptable and that there are no 'red flags'. T. Meissner added that perhaps alternatives to the default fee approach should have been assessed in compliance with competition law, to ensure that the right decision was made. A. Widegren agreed that it is indeed to be ensured that all risks have been mitigated. E. Goosse informed that since the start of the project, risk mitigation has been a priority of the EPC.

Co-chair A. González Mac Dowell referred to a preparatory meeting that had been organised on 22 March 2023 on the topic of transaction fees not borne by the payer ("TFNBBTP") (see section 7), and informed that a status update on the activities of the SPAA MSG had been reported to the 7 March 2023 meeting of the Board. He furthermore expressed the hope that the SPAA MSG would be able to come to an agreement on the aforementioned topics by the next meeting in order to submit the updated version 1.1 of the SPAA scheme rulebook for approval to the 23 May 2023 meeting of the Board.

5 Update on the activities of the work blocks of the SPAA MSG

The following updates were provided:

- SPAA Risk Management (RM) WB:

The chair of the SPAA RM WB, M. Kostro, informed that a list of risks is currently being generated based on input received from the members. This list will be further assessed at the next meeting which will take place on 19 April 2023. Ideally, the aim would be to have a first draft version of the RMA before the summer.

- SPAA API WB:

A. González Mac Dowell in his role as SPAA API WB chair reported on the following topics, which were discussed during the 24 March 2023 meeting of the WB:

- Alternative solutions for the TFNBBTP feature.
- Rulebook update proposals in relation to:
 - Push notifications for status updates.
 - ECPA change requests received - taking into account a legal assessment provided by the EPC's Legal Counsel.
- Partial review of the public consultation comments related to the extended SCA rulebook sections. This task will be continued at the next meeting which will take place on 19 April 2023.

6 Review of the outcome of the public consultation on extended SCA rulebook sections (EPC089-23; EPC090-23)

The 3-month public consultation, which ended on 15 March 2023 generated a total of approximately 80 comments from eight respondents. One respondent however provided their comments after the submission deadline, and these unfortunately can not be taken on board (in line with the approved governance approach). EuroCommerce informed that contrary to what had



been indicated in the public consultation response document, their comments would not need to be anonymised.

The public consultation comments, including the recommendations provided by the SPAA API WB were reviewed one by one and the decision of the SPAA MSG was recorded for each of the comments.

In general, it was agreed that the public consultation comments related to the sections that were not part of this public consultation (as clearly indicated in the public consultation document) could not be taken on board, except in case of a legal impact. These comments could however be revisited as part of a future release of the rulebook. In addition, it was noted that topics that were discussed in length by the SPAA MSG in the past and for which a compromise text had been agreed should not be rediscussed.

One of the public consultation respondents had asked to remove the reference to the report of the ERPB Working Group in the following paragraph: “As mentioned in the final report of the ERPB Working Group on a SEPA Application Programming Interface (API) Access Scheme, the SPAA Scheme strives for a maximum use of the SCA exemptions foreseen in the law in as much as this may constitute a material competitive advantage of such a scheme-based solution offered by Asset Brokers”. As no consensus could be reached, the SPAA MSG agreed to organise a vote, which resulted in the following outcome:

- 10 members voted in favour of keeping the current sentence in.
- 7 members voted against keeping the current sentence in.
- 5 members abstained from voting.

As no 2/3 majority was obtained, in line with the SPAA MSG ToR voting requirements, the SPAA MSG agreed as an alternative to include the reference to the ERPB Working Group as a footnote.

An updated draft version of the public consultation document, including the input from the SPAA MSG and related action points will be shared in due course with the SPAA MSG. Co-chair A. González Mac Dowell informed that the action points for the SPAA API WB will be reviewed at their next meeting which takes place on 19 April 2023.

7 Assessment of alternative solutions for the ‘Transaction fees not borne by the Payer’ feature (Pres EPC020-23)

M. Kostro explained the following two alternative solutions as proposed by the asset holders:

- Proposal 1: FNBBTP as a payback performed by the asset broker.
- Proposal 2: FNBBTP as an application of dynamic future dated payments.

A preparatory call had taken place on 22 March 2023 with asset broker, asset holder and merchant representatives in order to go through the two alternative proposals. The outcome of this call was also included in document Pres EPC020-23 which had been shared with the SPAA MSG prior to today’s meeting. The first proposal was not seen as a viable option by the asset broker and merchant representatives as it was inter alia seen as too cumbersome and complex. The second proposal was acceptable for the asset broker and merchant representatives on the condition that only one ‘entry line’ would be shown in the asset owner’s statements.



Co-chair A. González Mac Dowell reiterated that initially the co-chairs had presented a slide deck with three¹ options, which were considered to be too complex by the asset holders. He however clarified that each asset holder would be free to choose the solution that works best for them subject to not creating additional complexity for the asset brokers or merchants. He furthermore explained that for the asset brokers it is indeed key that in relation to the aforementioned second proposal no extra 'entry line' is created in the asset owner's statement (for the transaction cost). Adding the transaction costs in statements on for example a quarterly basis would however be acceptable for the asset brokers. In addition, the asset brokers could accept that in the minimum viable product (MVP) the FNBBTP feature would only be available for SCT (and not for SCT Inst).

T. Meissner questioned whether this topic would be in scope of the SPAA scheme rulebook as it is related to payments, and he also suggested to perform further legal review (in particular as it would be against the SHA principle for transaction charges as mandated by PSD2). He continued by saying that by including the FNBBTP feature in the MVP it would become a mandatory feature and hence questioned whether this had been reviewed from a competition law point of view. Co-chair G. Boudewijn reminded that following detailed assessments (including from the LSG) the conclusion had been that there are no legal obstacles from a legal point of view, including PSD2, and that this had also been the view of DG FISMA (as captured in the minutes of the 30 May 2022 meeting of the SPAA MSG). S. Di Lillo added that however, if a yet to be defined and agreed FNBBTP feature would become mandatory by including it in the MVP, further validation would still be required from the EPC's external competition lawyers. This in light of the fact that the EPC external counsels at that time only expressed an assessment in the absence of the MVP concept. Co-chair A. González Mac Dowell however commented that this feature had been on the table since the start of the project and that there should be not interference with the pricing as such.

Following a comment from A. Boyajian, co-chair G. Boudewijn informed that excluding SCT Inst from the MVP, would not really make a difference given that the asset holders prefer to await the publication of the instant payments regulation (which is expected to take place before the end of the year). H. Robache confirmed that the French banking community has very little appetite to continue to invest time in this topic knowing that (in their view) it will become obsolete once the instant payments regulation has been published. He continued by saying that French asset holders will most likely not participate in the scheme if this would become a mandatory feature. In reaction to this statement, co-chair A. González Mac Dowell commented that in this case it would mean that the project would be put on hold, and he also expressed a concern on the related possible consequences. R. Ohlhausen was of the view that from the asset brokers' side several concessions were made and that a 'red line' has been reached i.e., it would not be acceptable to have two entry lines in the statements of the asset owner. He added that asset brokers would be happy to move forward only with the asset holders that would be in position to offer this feature.

Co-chair A. González Mac Dowell explained that different scenarios could be envisaged - after the entry into force of the SCT Inst proposed regulation - depending on whether asset holders are currently charging their clients for SCT Inst and/or SCT. It was commented that the proposed regulation will foresee a non-discriminatory approach to instant payments as compared to other types of credit transfers, but this would not necessarily mean that the FNBBTP is solved.

Following a suggestion from T. Meissner, it was noted that the ECSAs could potentially try to get an overview on current charging practices (if related to public available information) and on how

¹ 1. An asset holder does not charge transaction fees to its customer; 2. Fees are transferred by the asset holder to the asset broker; 3. A specific default fee is to be defined.



many asset holders would already have a solution for the FNBTP feature. E. Goosse and S. Di Lillo stated that the EPC would not be in a position to assist with such an exercise, in accordance with the EPC competition law code of conduct.

As a next step, the members were invited to further discuss the matter within their respective communities in order to be able to make a decision at the 28 April 2023 meeting of the SPAA MSG. Co-chair A. González Mac Dowell informed that he would try to prepare a conceptual overview of the possible impact of the instant payments regulation.

8 Update and next steps related to the default business conditions (as per the report of the independent economic consultant)

S. Di Lillo informed that during Monday's Q&A session with the EPC external competition lawyers some in-house competition lawyers had questions about the rationale behind the development of SPAA scheme default business conditions and the framework in which it was done. To provide further legal comfort it was agreed that the EPC's external competition lawyers would prepare a memo on the evaluation of the SPAA scheme rulebook and business conditions against the applicable competition law and antitrust framework. This memo will include i) a summary of the content of the first two legal opinions provided by the EPC's external competitions lawyers to the EPC Board (which were classified as legally privileged documents), ii) a recommended way forward, following the finalisation of the SPAA default business conditions report by the external independent consultant and iii) their view on the possibility to address DG COMP for obtaining a written guidance/opinion on the SPAA scheme. In relation to the latter, it was reiterated that it would be very unlikely that DG COMP would be willing to issue a written statement, as their known view is that compliance with competition law shall be based on self-assessment only.

She further added that in the aforementioned SPAA default business conditions report, the independent economic consultant had defined three default fee scenarios (conservative / baseline / optimistic) which are based on volume assumptions and take into account a 4-year payback period (which is an average based on the experience of the external independent consultant for similar projects). Taking into account the advice of the EPC's external competition lawyers, she reported that the SPAA MSG should stay as close as possible to the baseline scenario, on the basis of the 4-year payback period, in line with the independent economic consultant assessment.

As per the EPC's external competition lawyers, it is key that the SPAA MSG proceeds in a way that is consistent with the cost-based principles of the report of the independent consultant, its methodology and its calculations/assumptions (also taking into account the input received in line with the 'black box' approach). In this context, S. Di Lillo also highlighted that document 'DRAFT MVP Default Business Conditions – BC WB suggested approach' which was distributed on 15 February 2023 as part of the supporting documents for the 17 February 2023 meeting of the SPAA MSG should not be considered as a working document of the SPAA MSG. This due to the fact that the draft document exceeds the remit of the SPAA MSG and should hence be disregarded. An email will be sent in due course in which the members will be asked to delete the communication "EPC - SPAA MSG - 17 February 2023 'Teams' meeting - Additional supporting documents", including the aforementioned document and to not retain any copy of it.

Co-chair G. Boudewijn concurred that the most pragmatic solution would be to focus on the baseline scenario as a starting point and to give an opportunity to members to indicate whether they agree with this approach and to justify in which case there would be a need to diverge (from the baseline). To this end, members were invited to share their input to S. Di Lillo.

Following a comment from co-chair A. González Mac Dowell, E. Goosse informed that the independent consultant had indeed foreseen volume assumptions for the transaction as well as



for the data assets. Co-chair A. González Mac Dowell however questioned on what basis the data asset volume assumptions had been obtained and also wondered whether the current default API access fee would not be ‘overweighted’ in an MVP scenario. To have clarity on this topic, the EPC secretariat will contact the external independent consultant to understand whether the MVP would indeed have an impact on the costs attributed to the default API access fee.

Following a comment from R. Ohlhausen it was clarified that the SPAA MSG discussion should only focus on the aforementioned three scenarios and not on the (4-year or 7-year) payback period. Discussing the 4-year payback period, presented as main choice and default by the independent economic consultant, would lead to ad-hoc re-calculations which the EPC’s external competition lawyers strongly recommended to avoid. Co-chair G. Boudewijn stated for the record that in his view there would not be any re-calculation since this had already been done by the independent economic consultant as per the slide deck (e.g., a 7-year payback is included in the annex of the report).

T. Meissner stated that following Monday’s Q&A session further legal confidence had been gained. He also added that it is to be ensured that there is a solid foundation for choosing the default business conditions approach and that other alternatives were also assessed. E. Goosse reiterated the involvement of the EPC’s external competition lawyers from the start and added that as part of the ERPB Working Group on a SEPA API Access Scheme, a subgroup had been established tasked with the assessment of the business conditions topic (including possible alternative approaches) - with the involvement of the EC, ECB and all other stakeholders. Moreover, the final report of the ERPB Working Group and related EPC documents were shared with the Board. Co-chair G. Boudewijn added that the focus should now be on moving forward and that as a next step a new memo will be prepared by the EPC’s external competition lawyers which should provide additional legal comfort. In addition, the external competition lawyers will also produce a written outcome of the upcoming call with DG COMP, which will be shared with the SPAA MSG.

9 Progress report on updated draft version 1.1 of the SPAA scheme rulebook (EPC012-12; Pres EPC011-23; SPAA MSG 009-23)

An updated draft version of the SPAA scheme rulebook had been circulated to the SPAA MSG, including predominantly recommendations resulting from the 24 March 2023 meeting of the SPAA API WB (see section 5). The SPAA MSG conducted a ‘block vote’ and no objections were noted in relation to the suggested updates.

10 Preparation of the launch of the first change management cycle

As a follow-up to the discussion that took place at the 31 March 2023 meeting of the SPAA MSG, a new section related to the anticipated first change management cycle had been included in the SPAA scheme project schedule. The idea would be to launch the change management cycle once version 1.1 of the SPAA scheme rulebook has been approved by the Board.

11 Discussion on the need to create a dedicated SPAA homologation work block (Pres ECP023-23)

E. Goosse presented a slide deck which focussed on preliminary reflections and next steps in relation to the possible creation of a homologation body for the SPAA scheme. Reference was made to the SRTP scheme for which a homologation body has already been established (while at the same taking into account the differences between the two schemes). Installing a homologation body could help ensure upfront scheme integrity and contribute to the pan-harmonisation in the field of API implementation. On the other hand, there is inter alia a considerable additional cost for each scheme participant, and it will also most likely delay the “time to market”.



Co-chair A. González Mac Dowell commented that in his view a two-step approach could possibly be envisaged:

- Homologation of the technical specifications of the API standardisation initiatives.
- Conformance testing of the API specifications of the asset holders.

M. Kostro informed that the SPAA RM WB would look into this matter and added that the decision to establish a homologation body would have an impact on the Risk Management Annex (RMA). E. Goosse suggested to invite the SRTP secretariat to this meeting given her experience in this matter.

H. Robache reported that the French banking community is not convinced of the need for establishing a homologation body for the SPAA scheme. He also questioned whether a homologation body would indeed be able to ensure a level of harmonisation as there is currently no API specification harmonisation. R. Ohlhausen added that although he was initially in favour of having a homologation body, in view of the additional cost and possible delay, it could be an idea to instead opt to perform a 'mapping' of the different API standardisation initiatives (i.e., on top of PSD2). T. Meissner informed that the German community does also not see a need for a homologation body as scheme participants will be regulated entities from a compliance point of view. He continued by saying that there are already other initiatives active in this domain in the market and the suggestion would be to rely on them.

Co-Chair G. Boudewijn summarised that there is no conclusive view as yet from a scheme perspective and that further analysis is needed. To this end, M. Kostro (in his role of chair of the SPAA RM WB) was invited to make an assessment and to share the SPAA RM WB recommendations during the 28 April 2023 meeting of the SPAA MSG.

12 Next steps (SPAA MSG 035-22; SPAA MSG 004-21)

An updated version of the SPAA scheme project schedule had been shared with the SPAA MSG

The next SPAA MSG meeting will take place on 28 April 2023, and the aim would be to inter alia conclude on i) the FNBBTP topic in order to be able to finalise version 1.1 of the SPAA scheme rulebook and ii) the scenarios to be applied for the SPAA scheme business conditions.

13 AOB

As it was E. Goosse's last day as Director General of the EPC, he used this opportunity to express his thanks to all the members. He stated that it had been a fantastic journey and that only a few more steps were needed to come to a successful completion. He moreover appreciated the collective effort from all the stakeholders and the EPC secretariat and highlighted the importance of managing the expectations of the market.

The SPAA MSG thanked E. Goosse for all his efforts and valuable input, and also wished G. Andreoli a lot of success with his new role as Director General of the EPC.

14 Closure of meeting

The co-chairs thanked the SPAA MSG members for the constructive work.

The meeting ended at around 16:00 CEST.



Annex I: List of attendees

Country	Name	Institution	Attendance
Co-Chairs			
EU	Arturo González Mac Dowell	Supported by the three ENCSAs	Yes
EU	Gijs Boudewijn	Nominated by the three ECSAs	Yes
Members			
AT	Hendrik Muus	PSA	
DE	Christian Wenz	PPI AG	Yes
DE	Hartwig Gerhartinger	Paysafe Group	Apologies ²
DE	Hermann Fürstenau	Association of German Public Banks (VÖB)	Apologies ³
DE	Tino Meissner	Deutsche Bank	Yes
EU	Anni Mykkänen	EBF	Apologies
EU	Krzysztof Korus	EPIF	Apologies ⁴
EU	Farid Aliyev	EACB	Yes
EU	Massimo Battistella	EACT	
EU	Pascal Spittler	EuroCommerce	Yes ⁵
EU	Ralf Ohlhausen	ETPPA	Yes
EU	Tarik Zerkti	PRETA S.A.S.	Yes
EU	Thaer Sabri	EMA	Yes ⁶
EU	Andreas Widegren	Swedbank (nominated by ESBG)	Yes
FR	Fanny Rodriguez	Fintecture (nominated by Bridge)	Apologies
FR	Gildas Le Louarn	Linxo	
FR	Géraldine Debost	Crédit Agricole S.A.	Yes
FR	Hervé Robache	STET	Yes
IE	Jack Wilson	TrueLayer	Yes
IT	Alessio Castelli	CBI S.c.p.a.	Yes

² Proxy to R. Ohlhausen

³ Proxy to T. Meissner

⁴ Proxy to R. Ohlhausen

⁵ Alternate of C. Marcelis / P. Spittler replaced by A. Faas (EuroCommerce) when absent.

⁶ Proxy to R. Ohlhausen (when absent)



IT	Marco Altamura	Intesa Sanpaolo	Apologies
NL	Martijn Bos	Plaid	
NL	Maciej Kostro	ING	Yes
PT	João Sarilho	SIBS	Yes
SE	Benjamin Woodcock ⁷	Trustly	Yes
UK	Andrew Boyajian	Tink	Yes
	Observers		
EU	Steve Ryan	European Commission	Apologies
EU	Kerstin Junius	European Central Bank	Yes
	EPC Secretariat		
	Christophe Godefroi		Yes
	Giorgio Andreoli		Yes
	Etienne Goosse		Yes
	Jenny Huang		Yes
	Silvia Di Lillo		Yes

⁷ Alternate of Oscar Berglund



Annex II: Action points

Ref.	Action	Owner	Status/Target
22.1	Publication of the approved agenda of the 22 nd SPAA MSG meeting and the approved minutes the 21 st SPAA MSG meeting	SPAA MSG Secretariat	4 April 2023
22.2	Circulate an updated version of the public consultation document on extended SCA sections, including the input from the 31 March SPAA MSG meeting as well as the related action points	SPAA MSG Secretariat	5 April 2023
22.3	Circulate the new memo of the EPC's external competition lawyers	EPC Legal Counsel	6 April 2023
22.4	Contact the external independent consultant to understand whether the MVP would have an impact on the costs attributed to the default API access fee	SPAA MSG secretariat	7 April 2023
22.5	Share position on following the baseline scenario for the different SPAA scheme assets and premium features (including a justification in case there is a need to diverge from the baseline scenario)	SPAA MSG Members	19 April 2023
22.6	Prepare a position on FNBBTP (as input for the next SPAA MSG meeting)	SPAA MSG Members	28 April 2023
22.7	Prepare recommendations in relation to establishment of a SPAA scheme homologation body	M. Kostro	28 April 2023