# Commercial Variable Recurring payments (cVRP)

The public consultation on the cVRP Multilateral Agreement.

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#### **Commercial Variable Recurring Payments (cVRPs)**

#### Executive summary

This paper is published alongside the draft documents that together make up the Multilateral Agreement (**MLA**) for commercial variable recurring payments (**cVRPs**). Here, we explain the background to cVRPs, outline what the MLA is and its purpose, and pose the questions we are seeking responses to in this consultation.

The purpose of this consultation is to ensure the MLA documents meet the requirements of the cVRP product and that there are no material errors, deficiencies or other issues in the content of these documents that would otherwise lead to poor delivery or poor customer experiences of cVRPs, which would harm their adoption.

We ask that you look at the MLA documents that are published alongside this document, and provide your feedback.

We welcome written responses from the industry by close of business 28 February 2025. You can complete your responses to the consultation using our <u>online survey</u>, or <u>email your response to us</u>.

#### **cVRPs**

cVRPs are a pioneering new type of payment instruction that lets customers safely connect authorised payment providers to their payment account to make automated payments on their behalf using open banking technology. These payments are only ever initiated by authorised payment providers with express customer consent, can be made at flexible intervals, and can vary in amount within pre-agreed limits. This is useful for automatically paying bills, consumers making payments directly from their accounts when buying goods or services from a website, and other types of payments.

cVRPs build on a pre-existing open banking payment type, "sweeping" VRP payments. The Competition and Markets Authority (**CMA**) mandated nine UK banks to implement sweeping VRPs for payments between accounts belonging to the same person. The intention of industry is to widen how VRPs can be made to use cases outside of sweeping. However, as there is no regulatory mandate for requiring the implementation of CVRPs currently, the arrangements are based on a commercial model where the Account Servicing Payment Service Providers (**ASPSPs**) are compensated for voluntarily providing the technical API interface and associated services to allow cVRP payments to be made. Set up and payment initiation is undertaken by Payment Initiation Providers (**PISPs**), who pay for access to the commercial API. The commercial arrangement and requirements for cVRPs will be underpinned by a contractual relationship and a set of rules – this is what the MLA entails.

In the UK, it is anticipated that cVRPs will be launched in the second half of 2025 for a limited number of use cases: including payments to utility companies, payments to central and local

government, payments to a range of regulated financial products such as insurance and mortgages, charitable donations, and the purchase of rail tickets. This initially limited set of use cases is known as 'Wave 1' and is to enable consumers and businesses to become familiar with cVRP functionality, and to allow for any required changes based on lessons learned. After Wave 1, it's expected that the use cases will be expanded to accommodate ecommerce transactions, some-time in 2026.

#### **Multilateral Agreement**

In order to launch cVRPs in a consistent way, building trust and familiarity, the development of an MLA has been considered the most appropriate way forward. An MLA provides for an overarching framework involving multiple parties (i.e. multiple PISPs and multiple ASPSPs) and is one way of ensuring that all PISPs and all ASPSPs who enter into the MLA are treated in a consistent way by all other parties. An MLA requires strong central oversight and governance and so a suitable governance body will be established to perform this role. This will be known as the Scheme Operator (**Operator**).

Open Banking Limited (OBL) and Pay.UK have been working with different industry Participants to define the policies that determine how cVRPs will operate. This work, alongside the legal drafting prepared by our external legal advisors, Addleshaw Goddard, has produced the series of documents comprising the MLA on which we are now consulting.

The MLA is made up of a Participation Agreement, a Rulebook, and Schedules to those rules. After these have been agreed, it is anticipated that a series of technical and operational guides will be produced to aid industry participants.

**The Participation Agreement** is the contract which Participants will need to enter into in order to take part in the cVRP system. It sets out a contractual relationship between the Operator and each individual Participant. Participants can either be PISPs, or ASPSPs. It also allows for Participants to act in both roles.

**The Rulebook** is the detailed set of rules that all Participants, and the Operator, need to adhere to. It:

- establishes a framework for the operation and implementation of cVRPs within specified use cases, ensuring consistency and clarity across Participants;
- outlines eligibility criteria for Participants and the role of the Operator in maintaining, developing, and administering the MLA;
- specifies technical and operational requirements for Participants;
- details the process for managing disputes related to cVRP transactions;
- defines the responsibilities of Participants in their relationships with payers and billers, including information disclosures, consent management, and handling of complaints;
- covers liability, and the process for addressing incidents, and breaches of the Rulebook; and
- sets out terms relating to suspension and termination of participation, including exit requirements.

There are specific details relating to the Rulebook that are more suited to being set out in a separate schedule to the MLA. This allows changes to those schedules to be made over time

without the need to reissue the entire set of rules, but also cover more detailed aspects of the system and its operation.

The premise of cVRPs is that there is a commercial model underpinning the set-up of cVRPs on customer accounts and any payments initiated under those cVRPs. This means PISPs pay ASPSPs for access to those APIs.

The commercial model remains in development and is not included in the MLA at this time. It is envisaged that the commercial model will be added to the MLA separately after this consultation has concluded.

#### **Consultation questions**

In this consultation, we are asking for feedback on the MLA documents. These are published alongside this document. We have provided a template which you can use to provide your feedback.

**Key questions** that we are seeking input and feedback from you:

- 1. Do you agree that the MLA enhances and fosters inclusion and increased competition? Please provide reasons for your answer.
- 2. Do you agree that the MLA provides flexibility to foster different market Participants being able to offer / use cVRPs? Please provide reasons for your answer.
- 3. Do you agree the MLA provides the Operator with adequate tools to manage Participant compliance? Please provide reasons for your answer.
- 4. Do you agree that the information provided to customers and other elements of the cVRP design provides adequate protections to customers? Please provide reasons for your answer.
- 5. Do you agree the rules and requirements in the MLA are adequate to ensure a competitive and attractive product for beneficiaries such as billers and merchants? Please provide reasons for your answer.
- 6. Do you agree that the key aims of the MLA to build consistency in approach for the benefit of Participants, customers and beneficiaries are achieved by the MLA? If not, can you provide specific examples where this is not achieved and reasons for your answer.

Please submit any written responses you may have before close on 28 February 2025 via email or via our online survey.

#### Email to: consultations@openbanking.org.uk

We will consider your comments when preparing our response to this consultation.

We reserve the right to make all non-confidential responses to this consultation available for public inspection.

#### **Confidentiality notice**

We will not regard a standard confidentiality statement in an email message as a request for non-disclosure. If you want to claim commercial-in-confidence protection over any specific items in your response or your entire response, you must identify those specific items which you claim to be confidential. We will not publish any responses which include information marked as confidential, unless we are specifically required to do so by any applicable laws or regulations or by any competent authority. We will consult with you if we receive such a requirement, to the extent not prevented from doing so by any applicable laws or regulations or by any competent authority.

We take our data protection responsibilities seriously and will process any personal data that you provide to us in accordance with the Data Protection Act 2018, and the General Data Protection Regulation, where relevant.

#### **CHAPTER 1: Commercial Variable Recurring Payments**

#### 1. What are cVRPs?

cVRPs are a pioneering new type of payment instruction that lets customers safely connect authorised payment providers to their payment account to make payments on their behalf in line with agreed limits.

There is already an open banking VRP product in the market called sweeping VRP. This product enables easier sweeping of funds from a customers' current account certain other accounts in their name. Sweeping was mandated by the CMA for nine UK banks (CMA9). A growing number of sweeping VRPs are made each month, comprising around 10% of all open banking payments. In December 2024, 3.30 million VRPs were made out of a total of 23.66 million open banking payments. However, the use cases for sweeping are defined by the CMA and are a subset of all payments that could be made under VRP¹.

VRPs are effectively payments initiated by a PISP using an on-going consent provided by the customer to that PISP where the amount and timing of the payment need not be fixed. cVRPs are the same, but for use cases that are outside of the CMA Order.

As with VRPs, customers will give their consent to a PISP to initiate payments on their behalf in the agreed circumstances. PISPs will also work with beneficiaries (e.g. billers and merchants) that will generate the requests for payment which, if permitted under the consent conditions set up by customers, will result in the PISP initiating the payment on behalf of that customer. The customer's account provider will then process the payment in the normal way and the biller or merchant will receive the funds.

While customers in the UK already benefit from automated payments through products such as Direct Debits or continuous payment authorities (e.g. using some types of debit card), one of the additional benefits offered by cVRPs is the ability for a customer to set the conditions under which payments can be made (i.e. payment parameters). These include, for example, the maximum value per payment, or a value cap for a particular biller or merchant. The result is that the customer has more control and there is more flexibility in the payments that can be made.

Billers and merchants may also prefer cVRPs because they usually receive the money almost immediately after the payment instruction is sent, avoiding settlement delay in receiving funds, and any potential credit risks arising from delay. Billers and merchants may also benefit from better reconciliation information on payments, which can save time and resources in back-office processes.

We are working towards a phased delivery of cVRP products to the market from the second half of 2025. For the first 12 months, there are a specific set of use cases that PISPs will be allowed to offer. The Wave 1 use cases in the draft MLA include payments to utility companies, payments to central and local government, payments to a range of regulated financial products such as insurance and mortgages, charitable donations, and the purchase of rail tickets, among others. This allows the system to be 'tested in live' and enables customers to become more familiar with the functionality.

After approximately 12-months, any lessons learned in Wave 1 can be addressed, with appropriate changes made, before offering the cVRP product more widely to other use cases, such as ecommerce. Any expansion of use cases would be subject to further consultation. For now, we are consulting specifically on Wave 1 of cVRP. However, as this staged approach has

See:https://openbankinguk.github.io/knowledge-base-pub/standards/general/vrp.html for more information on sweeping VRP payments .

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already seeking	been subjectiviews on this	t to consultation approach in thi	n, through the s consultation.	former	VRP	Working	Group <sup>2</sup> ,	we a	are	not		
<sup>2</sup> See: https://www.psr.org.uk/media/swned3ga/vrp-working-group-blueprint-dec-2023.pdf												

#### **CHAPTER 2: Multilateral Agreement (MLA)**

#### 2. What is the MLA?

There is currently no regulatory mandate for requiring ASPSPs to allow PISPs to initiate cVRPs or the basis on which such an arrangement would operate. To launch cVRPs in a consistent way, building trust and familiarity, the development of an MLA has been considered the most appropriate way forward. An MLA provides for an overarching framework involving multiple parties (i.e. multiple PISPs and multiple ASPSPs) and is one way of ensuring that all PISPs and ASPSPs are treated in a consistent way by all other parties.

The MLA is a set of contractually binding documents that bind the various parties in the cVRP system to a set of rules which govern how cVRPs operate and the roles, responsibilities and requirements of different Participants in the cVRP system. This centralised arrangement is a new payment scheme.

#### 2.1 The documents that make up the MLA

The MLA is not a single document but a series of documents, comprising the following:

**The Participation Agreement** – the agreement that Participants sign with the Operator, being the centralised operator of the cVRP Scheme, that allows them to participate in the cVRP system. This Participation Agreement imposes an obligation on Participants to comply with the rules set out in the Rulebook and the Schedules.

**The Rulebook** – this is a detailed set of rights, obligations and rules that all Participants, and the Operator, need to adhere to. It:

- establishes a framework for the operation and implementation of cVRPs within specified use cases, ensuring consistency and clarity across Participants;
- outlines eligibility criteria for Participants and the role of the Operator in maintaining, developing, and administering the MLA;
- specifies technical and operational requirements for Participants;
- details the process for managing disputes related to cVRP transactions;
- defines the responsibilities of Participants in their relationships with payers and billers, including information disclosures, consent management, and handling of complaints;
- covers liability, and the process for addressing incidents, and breaches of the rulebook;
   and
- sets out terms relating to suspension and termination of participation, including exit requirements.

**Schedules** – there are certain specific details relating to the Rulebook that are more suited to being set out in a separate schedule to the MLA. This allows changes to those schedules over time without the need to reissue the entire set of rules. It also covers more detailed aspects of the cVRP system and its operation. The following schedules form part of the MLA:

- In-Scope Use Cases Schedule.
- Reporting Schedule.
- SLA Schedule.
- Pricing Schedule.
- Disputes Schedule.
- Day 1 Directory Service Terms Schedule (which will follow at a later stage).

In addition to the MLA documents, the Operator will produce a set of guidance materials to help Participants to meet the requirements set out in the MLA. These materials are non-customer-facing and will not be contractually binding. These have not yet been completed, and will not require public consultation.

For the MLA to be complete there needs to be a commercial model that underpins the financial relationship between PISPs and ASPSPs. This is under consideration separately to this consultation and will be implemented in the final MLA. The consumer model is anticipated to evolve between Wave 1 and the inclusion of ecommerce use cases. In addition, consumer protections for the expansion into ecommerce will also be considered. These will be covered in later iterations of the MLA after Wave 1, and as such we are not consulting on them at this stage.

The MLA has been built on a set of design principles. The MLA will:

- be pro-competitive;
- be accessible to market participants of all sizes;
- help manage liability between Participants in ASPSP and PISP roles and disputes by incorporating a robust and effective issue resolution system to management disputes;
- ensure high-quality and consistent customer experience;
- ensure rights and interests of consumers are adequately safeguarded;
- ensure the rights and interests of all Participants (i.e. ASPSPs and PISPs) are adequately safeguarded; and
- drive conformance to standards.

#### **Developing the MLA**

The MLA has been in development since July 2024. cVRP is part of a wider programme of work commissioned by the former Joint Regulatory Oversight Committee (JROC) and funded by voluntary funding by several open banking ecosystem participants. A workstream on creating the MLA was set up to deliver cVRPs. This entailed OBL and Pay.UK policy, strategy, and legal resources to complete the work producing the MLA, as well as a legal firm, Addleshaw Goddard, which won the bid to provide the legal services required.

Given the expedited timeframe to complete this work, we needed to use previous work in this area: the cVRP Working Group Blueprint and the UK Finance and Addleshaw Goddard Model clauses<sup>3</sup>. This provided a starting point for certain aspects, and some initial policies, on what the MLA could include. Both those exercises included a balance of industry representatives and were felt to be a good starting point to delivering the MLA.

The VRP work has had significant industry engagement through a cVRP Working Group. The group is jointly chaired by OBL and Pay.UK and currently represents 21 PISPs and ASPSPs. It also includes consumer and business representatives, along with regulators acting as observers. OBL and Pay.UK took a significant number of policy papers on proposals for the MLA to the cVRP Working Group for review and feedback. Group members were extremely diligent in providing feedback and views on those papers. OBL and Pay.UK then provided a final position which incorporated that feedback. On the basis that consensus was not always reached or possible, the final positions reflect a balance of feedback and views from cVRP Working Group participants. It is not always possible to reach consensus given the varying market dynamics. Once the "best fit" policies,— had been finalised, these were then included in the instructions for drafting the MLA.

The first draft MLA was reviewed by a legal sub-group of the MLA, then reviewed in December 2024 and early January 2025 by cVRP Working Group participants. The version of the MLA published today has had extensive industry, legal and policy input, and we are now seeking a wider range of respondents to read and provide feedback on key aspects of the MLA to support the delivery of the final version.

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<sup>&</sup>lt;sup>3</sup> See: https://www.ukfinance.org.uk/system/files/2024-04/Variable%20Recurring%20Payments%20Report.pdf

#### CHAPTER 3: The feedback we are asking for

#### 3. Feedback requested

We explore the design principles that the MLA has been built in more detail and ask for feedback on key elements of those principles.

#### 3.1 Pro-competition and accessibility to market participants of all sizes

We are aware that there will be different contracting and distribution models through which cVRPs can be made available to customers, it is therefore important that the MLA can be used across different business models in order to be flexible in meeting customer needs. The MLA aims to be open to different contracting and distribution models to allow the ability for cVRPs to be used in a number of different ways in order to compete with existing payment methods and to be flexible to meet the needs of beneficiaries as well as customers. It is also acknowledged that new models may emerge and that these could bring even more benefits to users, noting that the Operator will have to manage arising risks appropriately.

We are implementing a phased roll out programme, as described previously. The In-Scope Use Cases Schedule sets out the sectors/use cases that can be used for Phase 1 of cVRPs. Broadly, the following use cases are in-scope:

- Regulated utility companies providing power, water, wi-fi, and some mobile phone contracts.
- Rail tickets, including Transport for London.
- Regulated financial service firms covered by the Financial Services Compensation Scheme (FSCS) or equivalent <sup>4</sup> for payments between the customers' accounts, or to accounts of spouses, civil partners or dependents.
- Majority of e-money institutions.
- Central and local government.
- Regulated charities.

Ecommerce transactions are excluded from Wave 1.

After approximately 12 months, it is anticipated that any lessons learned from Wave 1 can be addressed, with changes made, before offering the cVRP product more widely to other use cases – primarily e-commerce. It is anticipated that this will be a journey and an iterative process that the Operator will take forward to meet both the needs of billers and merchants, as well as the financial services industry.

In light of this being an iterative process, work on developing a commercial model, including Operator fees, is still on-going. The Pricing Schedule sets out the various fees that different Participants have to pay in relation to different activities under the MLA. Prices have yet to be set, so this is a mock-up of an expected Pricing Schedule which will be subject to change as prices will be set ahead of go-live. While it is acknowledged that this will impact on the financial benefits of the MLA to market participants, it is not the only competitive element of cVRPs. cVRPs provide several different features that existing payment products do not provide, such

<sup>&</sup>lt;sup>4</sup> For example safeguarding requirements for E-money Institutions.

as continued pre-notifications, agreed payment limits etc. and we are currently seeking comments on what has been developed so far.

QUESTION 1: Do you agree that the MLA enhances and fosters inclusion and increased competition? Please provide reasons for your answer.

QUESTION 2: Do you agree that the MLA provides flexibility to foster different market Participants being able to offer / use cVRPs? Please provide reasons for your answer.

# 3.2 Helping to manage liability between participants in ASPSP and PISP roles and disputes by incorporating a robust and effective Issue Resolution Platform to management of disputes

The MLA sets out a system in which disputes are managed. Although the system will not be customer facing and is based on Participants relevant to a specific dispute communicating via the system that the Operator will provide. The system is based on having mapped a number of 'unhappy paths' that a consumer journey may follow, although the detail of these paths is contained within the system itself and not the MLA.

More broadly, the MLA sets out what happens if a Participant does not follow the rules. This is important for ensuring compliance and underpinning the credibility of cVRPs in the face of customers and beneficiaries. The processes and procedures for non-compliance are consistent with standard conditions in other payment system rules, which also ensure compliance. Also linked to compliance is the requirement for Participants to provide information to the Operator. This will allow the Operator to ensure Participants are following the rules, allowing lessons learned to be developed in the initial phase, as well as to document cVRP adoption more generally.

QUESTION 3: Do you agree the MLA provides the Operator with adequate tools to manage Participant compliance? Please provide reasons for your answer.

#### 3.3 Customer experience

It is important for growth that customers have a good experience when using cVRPs. This requires not only an easy and convenient customer journey, but also that they understand what cVRPs are, their rights and any protections, and who to contact if things go wrong. Following on from the work undertaken by UK Finance in relation to the Model Clauses, the MLA seeks to ensure a consistent user experience and help build understanding and trust in this new payment type. It does this by requiring that:

- information about cVRPs and the consents being given is provided to customers before and at the time they set up the ongoing consent;
- customers are notified when a mandate has been set-up;
- PISPs set consent parameters reasonably and proportionately; and

• a PISP, either directly or via a payee, provides each payer with a consent dashboard to view their on-going live consents and manage these.

The MLA requires PISPs to pre-notify customers of a payment being initiated in circumstances where the payment is a regular payment which can vary by amount, and is being made for the provision of on-going goods or services and the customer is not present in the payee or PISP environment at the time each payment is initiated. This allows customers to contact billers/merchants if there is an issue.

It is anticipated that these additional features will give customers confidence to use cVRPs knowing that there are additional controls in place ensuring rights and interests of customers are adequately safeguarded for the Wave 1 launch. It is acknowledged that more needs to be done to protect customers, particular as new use cases for cVRP are launched. Work on consumer protections and a commercial model are taking place separately outside of this consultation.

QUESTION 4: Do you agree that the information provided to customers and other elements of the cVRP design provides adequate protections to customers? Please provide reasons for your answer.

## 3.4 Ensuring the rights and interests of all Participants (i.e. ASPSPs and PISPs) are adequately safeguarded.

The MLA contains provisions that cover items such as performance standards and service levels that apply to Participants, process for managing disagreements between Participants relating to the MLA, Participant liability and dispute management.

In relation to liability, the MLA distinguishes between:

- liability under the MLA in general terms (e.g. breach of confidentiality, IP infringement liability, failure to implement security requirements, failing to follow agreed processes);
- Operator to Participant liability, Participant to Operator liability and inter-Participant Liability; and
- liability for cVRP payment related issues and payer complaints which are regulated under the Payment Services Regulations 2017 (e.g. incorrectly executed transactions, unauthorised transactions and authorised fraud).

The rules also cover other requirements such as technical requirements that both ASPSP Participants and PISPs need to develop. These are typically not customer-facing but allow PISPs and ASPSPs to mitigate fraud and financial crime and maintain a good customer journey.

QUESTION 5: Do you agree the rules and requirements in the MLA are adequate to ensure a competitive and attractive product for beneficiaries such as billers and merchants? Please provide reasons for your answer.

#### 3.5 Drive conformance to standards

The rules require Participants to build to the Open Banking Standard. For Wave 1, this will include the latest versions of the:

- API Specification (as defined in the Relevant Standards);
- MI Reporting Data API Specification;
- Security Profiles;
- Customer Experience Guidelines; and
- Operational Guidelines.

In addition, some parts of the above Standards which are optional will be mandatory for Participants to comply with in respect of their implementation and operation of cVRP pursuant to the MLA.

Participants are also required to use directory services which will be provided by the Operator. For Wave 1, this is expected to be the existing Open Banking Directory.

Adhering to consistent standards aims to ensure a level playing field for Participants and also help ensure a consistent customer experience, which in turn will build familiarity and trust, and ultimately higher levels of adoption.

QUESTION 6: Do you agree that the key aims of the MLA to build consistency in approach for the benefit of Participants, customers and beneficiaries are achieved by the MLA? If not, can you provide specific examples where this is not achieved and reasons for your answer

#### **CHAPTER 4: This consultation and how to respond**

#### 4. What are we consulting on?

The purpose of this consultation is to ensure the MLA documents meet the requirements of the cVRP product and that there are no material errors, deficiencies or other issues in the content of these documents that would otherwise lead to poor delivery or poor customer experiences of cVRPs, which would harm their adoption.

We ask that you look at the MLA documents that are published alongside this document, and provide your feedback on the following specific questions:

- 1. Do you agree that the MLA enhances and fosters inclusion and increased competition? Please provide reasons for your answer.
- 2. Do you agree that the MLA provides flexibility to foster different market Participants being able to offer / use cVRPs? Please provide reasons for your answer.
- 3. Do you agree the MLA provides the Operator with adequate tools to manage Participant compliance? Please provide reasons for your answer.
- 4. Do you agree that the information provided to customers and other elements of the cVRP design provides adequate protections to customers? Please provide reasons for your answer.
- 5. Do you agree the rules and requirements in the MLA are adequate to ensure a competitive and attractive product for beneficiaries such as billers and merchants? Please provide reasons for your answer.
- 6. Do you agree that the key aims of the MLA to build consistency in approach for the benefit of Participants, customers and beneficiaries are achieved by the MLA? If not, can you provide specific examples where this is not achieved and reasons for your answer.

We welcome written responses from the industry by close of business 28 February 2025. You can complete your responses to the consultation using our <u>online survey</u>, or <u>email your response to us</u>.

Based on your feedback, we will seek to enhance and improve the MLA and provide a timely summary of responses and any changes made. The MLA will be finalised subject to any final decisions the Operator will need to make prior to commencement of operations.

The commercial model and pricing schedule underpinning the fees will also need to be developed alongside the MLA, and specifically any fees paid between Participants introduced to the MLA. This process is not subject to consultation but will be required before the MLA can be finalised ahead of go-live. This process will work alongside this consultation, but that the final MLA we publish, based on this consultation, may still omit final pricing elements.

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