

## Stage 02: Industry Consultation

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Grid Code

# GC0086: Grid Code Open Governance – Volume 2

What stage is this document at?

01 Workgroup Report

02 Industry Consultation

03 Report to the Authority

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This proposal seeks to modify the Grid Code to introduce Open Governance arrangements, including the ability for parties other than National Grid to be able to raise Modification Proposals. GC0086 also proposes changes to the Grid Code Review Panel Membership and the Election Process.

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This is Volume 2 of the Industry Consultation document which contains the proposed legal text for GC0086 and the Alternative Option.

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## About this document

This is Volume 2 of the Industry Consultation document which contains the proposed legal text for GC0086 and the Alternative Option.

## Document Control

<b>Version</b>	<b>Date</b>	<b>Author</b>	<b>Change Reference</b>
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### Any Questions?

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Proposer:

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On behalf of Eggborough Power Ltd, EnergyUK, E.ON, ESBI, SSE and WatersWye Associates

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## 1 Proposed Legal Text for GC0086

1.1 This section contains the proposed legal text to give effect to the proposals in GC0086. Changes are proposed to the following areas of the Grid Code:

- General Conditions: removal of paragraphs GC.4 and GC.16
- Glossary and Definitions: additional definitions proposed
- Constitution and Rules of the Grid Code Review Panel: this document, which does not currently form part of the Grid Code, would become obsolete
- Creation of a new section of the Grid Code, “Governance Rules” – please see attached proposed drafting.

## Glossary & Definitions

The following definitions shall be added in alphabetic order at GD.1:

“ <b>Alternate Member</b> ”	shall mean an alternate member for the <b>Panel Members</b> elected or appointed in accordance with this GR 7.2(a) or (b).
“ <b>Approved Grid Code Fast Track Proposal</b> ”	as defined in GR.25.7, provided that no objection is received pursuant to GR.25.12;
“ <b>Approved Grid Code Self-Governance Proposal</b> ”	as defined in GR.23.10;
“ <b>Approved Modification</b> ”	as defined in GR.21.7;
“ <b>Citizens Advice</b> ”	Means the National Association of Citizens Advice Bureaux
“ <b>Citizens Advice Scotland</b> ”	Means the Scottish Association of Citizens Advice Bureaux
“ <b>Consumer Representative</b> ”	Means the person appointed by the <b>Citizens Advice</b> or the <b>Citizens Advice Scotland</b> (or any successor body) representing all categories of customers, appointed in accordance with GR.4.2(b);
“ <b>Core Industry Documents</b> ”	as defined in the <b>Transmission Licence</b> ;
“ <b>Core Industry Document Owner</b> ”	in relation to a <b>Core Industry Document</b> , the body(ies) or entity(ies) responsible for the management and operation of procedures for making changes to such document;
“ <b>Elected Panel Members</b> ”	shall mean the following <b>Panel Members</b> elected in accordance with GR4.2(a): (a) the representative of the <b>Suppliers</b> ; (b) the representative of the the representative of the <b>Onshore Transmission Licensees</b> ; (c) the representative of the <b>Offshore Transmission Licensees</b> ; and (d) and the representative of the <b>Generators</b> .
“ <b>Fast Track Criteria</b> ”	a proposed <b>Modification</b> that, if implemented,  (a) would meet the <b>Self-Governance Criteria</b> ; and (b) is properly a housekeeping modification required as a result of some error or factual change, including but not limited to:  (i) updating names or addresses listed in the <b>Grid</b>

	<p><b>Code;</b>  (ii) correcting any minor typographical errors;  (iii) correcting formatting and consistency errors, such as paragraph numbering; or  (iv) updating out of date references to other documents or paragraphs.</p>
“ <b>Governance Rules or GR</b> ”	That portion of the Grid Code which is identified as the <b>Governance Rules</b> ;
“ <b>Grid Code Objectives</b> ”	means the objectives referred to in Paragraph 1b of Standard Condition C14 of <b>NGET’s Transmission Licence</b> .
“ <b>Grid Code Fast Track Proposals</b> ”	a proposal to modify the <b>Grid Code</b> which is raised pursuant to GR.25 and has not yet been approved or rejected by the <b>Grid Code Modifications Panel</b> ;
“ <b>Grid Code Modification Fast Track Report</b> ”	a report prepared pursuant to GR.25;
“ <b>Grid Code Modification Register</b> ”	has the meaning given in GR.13.1
“ <b>Grid Code Modification Report</b> ”	a report prepared pursuant to GR.21;
“ <b>Grid Code Modifications Panel Recommendation Vote</b> ”	the vote of <b>Panel Members</b> undertaken by the <b>Panel Chairman</b> in accordance with Paragraph GR.21.4 as to whether in their view they believe each proposed <b>Modification</b> , or <b>Workgroup Alternative Grid Code Modification</b> would better facilitate achievement of the <b>Grid Code Objective(s)</b> and so should be made;
“ <b>Grid Code Modification Self-Governance Report</b> ”	As defined in GR.23.5;
“ <b>Grid Code Review Panel Self-Governance Vote</b> ”	The vote of <b>Panel Members</b> undertaken by the <b>Panel Chairman</b> in accordance with GR.23.9 as to whether they believe each proposed <b>Modification</b> , as compared with the then existing provisions of the <b>Grid Code</b> and any <b>Workgroup Alternative Grid Code Modification</b> set out in the <b>Grid Code Modification Self-Governance Report</b> , would better facilitate achievement of the <b>Grid Code Objective(s)</b> ;
“ <b>Grid Code Self Governance Proposals</b> ”	Proposed <b>Modifications</b> which satisfy the <b>Self Governance Criteria</b> .
“ <b>Implementation Date</b> ”	is the date and time for implementation of an <b>Approved Modification</b> as specified in accordance with Paragraph GR.24.3;

<p><b>“Legal Challenge”</b></p>	<p>where permitted by law, either an appeal to the Competition and Markets Authority (CMA) (or such body as may be established from time to time to perform substantially the same function as the CMA) or a judicial review in respect of the <b>Authority’s</b> decision to approve or not to approve a proposed <b>Modification</b>;</p>
<p><b>"Panel Chairman"</b></p>	<p>a person appointed as such in accordance with GR.4.1;</p>
<p><b>"Panel Member"</b></p>	<p>any of the persons identified as such in GR.4;</p>
<p><b>“Related Person”</b></p>	<p>means, in relation to an individual, any member of his immediate family, his employer (and any former employer of his within the previous 12 months), any partner with whom he is in partnership, and any company or Affiliate of a company in which he or any member of his immediate family controls more than 20% of the voting rights in respect of the shares of the company;</p>
<p><b>“Self-Governance Criteria”</b></p>	<p>a proposed <b>Modification</b> that, if implemented,</p> <p>(a) is unlikely to have a material effect on:</p> <ul style="list-style-type: none"> <li>(i) existing or future electricity consumers; and</li> <li>(ii) competition in the generation, distribution, or supply of electricity or any commercial activities connected with the generation, distribution or supply of electricity; and</li> <li>(iii) the operation of the <b>National Electricity Transmission System</b>; and</li> <li>(iv) matters relating to sustainable development, safety or security of supply, or the management of market or network emergencies; and</li> <li>(v) the <b>Grid Code’s</b> governance procedures or the <b>Grid Code’s</b> modification procedures, and</li> </ul> <p>(b) is unlikely to discriminate between different classes of <b>Users</b>;</p>
<p><b>“Self-Governance Statement”</b></p>	<p>the statement made by the <b>Grid Code Review Panel</b> and submitted to the <b>Authority</b>:</p> <p>(a) confirming that, in its opinion, the <b>Self-Governance Criteria</b> are met and the proposed <b>Modification</b> is suitable for the self-governance route; and</p> <p>(b) providing a detailed explanation of the <b>Grid Code Review Panel’s</b> reasons for that opinion;</p>

"Standard Modifications"	A <b>Grid Code Modification</b> that does not fall within the scope of a <b>Significant Code Review</b> subject to any direction by the <b>Authority</b> pursuant to GR.16.3 and GR.16.4, nor meets the <b>Self-Governance Criteria</b> subject to any direction by the <b>Authority</b> pursuant to GR.23.4 and in accordance with any direction under GR.23.2;
"Urgent Modification"	an <b>Modification</b> treated or to be treated as an <b>Urgent Proposal</b> in accordance with GR.22;
"Website"	the site established by <b>NGET</b> on the World-Wide Web for the exchange of information among <b>Users</b> and other interested persons in accordance with such restrictions on access as may be determined from time to time by <b>NGET</b> ;
"Workgroup"	a <b>Workgroup</b> established by the <b>Grid Code Review Panel</b> pursuant to GR.19.1;
"Workgroup Consultation"	as defined in GR.19.10, and any further consultation which may be directed by the <b>Grid Code Review Panel</b> pursuant to GR.19.17;
"WG Consultation Alternative Request"	any request from an <b>Authorised Electricity Operator</b> ; the <b>Citizens Advice</b> or the <b>Citizens Advice Scotland</b> , <b>NGET</b> or a <b>Materially Affected Party</b> for a <b>Workgroup Alternative Grid Code Modification</b> to be developed by the <b>Workgroup</b> expressed as such and which contains the information referred to at GR.19.13. For the avoidance of doubt any <b>WG Consultation Alternative Request</b> does not constitute either a proposed <b>Modification</b> or a <b>Workgroup Alternative Grid Code Modification</b> ;
"Workgroup Alternative Grid Code Modification"	an alternative modification to the proposed <b>Modification</b> developed by the <b>Workgroup</b> under the <b>Workgroup</b> terms of reference (either as a result of a <b>Workgroup Consultation</b> or otherwise) and which is believed by a majority of the members of the <b>Workgroup</b> or by the chairman of the <b>Workgroup</b> to better facilitate the <b>Grid Code Objectives</b> than the proposed <b>Modification</b> or the current version of the <b>Grid Code</b> .

The definition of "**Grid Code Review Panel**" shall be replaced as follows: "The panel with the functions set out in GR.1.4."

The definition of "**Materially Affected Party**" shall be replaced as follows: "any person or class of persons designated by the **Authority** as such;"

## **General Conditions**

Paragraphs GC.4 and GC.16 shall be deleted in their entirety and each replaced with “NOT USED”.

## **Proposed new “Governance Rules” section**

The following shall be added as a new section GR after the GC section of Grid Code:



# **GOVERNANCE RULES**

**(GR)**

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## Part A

### GR.1 INTRODUCTION

GR.1.1 This section of the **Grid Code** sets out how the **Grid Code** is to be amended and the procedures set out in this section, to the extent that they are dealt with in the **Code Administration Code of Practice**, are consistent with the principles contained in the **Code Administration Code of Practice**. Where inconsistencies or conflicts exist between the **Grid Code** and the **Code Administration Code of Practice**, the **Grid Code** shall take precedence.

GR.1.2 There is a need to bring proposed amendments to the attention of **Users** and others, to discuss such proposals and to report on them to the **Authority** and in furtherance of this, **Governance Rules** set out the functions of a **Grid Code Review Panel**, **Workgroups** and **Standing Groups** and for consultation by the **Code Administrator**.

GR.1.3 For the purpose of these **Governance Rules** the term “**User**” shall mean any person who is under any obligation or granted any rights under the **Grid Code**.

## PART B

### GR.2 CODE ADMINISTRATOR

GR.2.1 **NGET** shall establish and maintain a **Code Administrator** function, which shall carry out the roles referred to in GR.2.2 and GR.3.3. **NGET** shall ensure the functions are consistent with the **Code Administration Code of Practice**.

GR.2.2 The **Code Administrator** shall in conjunction with other code administrators, maintain, publish, review and (where appropriate) amend from time to time the **Code Administration Code of Practice** approved by the **Authority** provided that any amendments to the **Code Administration Code of Practice** proposed by the **Code Administrator** are approved by the **Grid Code Review Panel** prior to being raised by the **Code Administrator**, and any amendments to be made to the **Code Administration Code of Practice** are approved by the **Authority**.

### GR.3 THE GRID CODE REVIEW PANEL

GR.3.1 Establishment and Composition

GR.3.1.1 The **Grid Code Review Panel** shall be the standing body to carry out the functions referred to in GR.3.3.

GR.3.1.2 The **Grid Code Review Panel** shall comprise the following members:

(a) the person appointed as the chairman of the **Grid Code Review Panel** (the “**Panel Chairman**”) in accordance with GR.4.1, who shall (subject to GR.11.4) be a voting member unless they are an employee of **NGET** in which case they will be a non-voting member;

(b) the following members, appointed in accordance with GR4.2 (a), who shall be non-voting members:

- (i) a representative of the **Code Administrator**;
- (ii) a representative of the **Authority** appointed in accordance with GR.4.3;
- (iii) a Panel Member as defined in the **Balancing and Settlement Code** appointed in accordance with GC.4.2(d); and
- (iv) the chair of the **GCAF**;

(c) the following members who shall be voting **Panel Members**:

- (i) a representative of **NGET** appointed in accordance with GR.4.2(c);
- (ii) two representatives of the **Network Operators**;
- (iii) a representative of **Suppliers**;
- (iv) a representative of the **Onshore Transmission Licensees** (who may be an **NGET** employee);
- (v) a representative of the **Offshore Transmission Licensees**;
- (vi) four representatives of the **Generators**;
- (v) the **Consumer Representative**, appointed in accordance with GR.4.2 (b);
- (vi) the person appointed (if the **Authority** so decides) by the Authority in accordance with GR.4.4;

(d) a secretary(the "**Panel Secretary**"), who shall be a person appointed and provided by the **Code Administrator** to assist the **Grid Code Review Panel** and who shall be responsible for the administration of the **Grid Code Review Panel** and **Modifications**. The **Panel Secretary** will be a non-voting member of the **Grid Code Review Panel**.

### GR.3.3 Functions of the **Grid Code Review Panel** and the **Code Administrator's** Role

(a) The **Grid Code Review Panel** shall have the functions assigned to it in these Governance Rules.

(b) Without prejudice to GR.3.3 (a) and to the further provisions of these Governance Rules, the **Grid Code Review Panel** shall endeavour at all times to operate:

- (i) in an efficient, economical and expeditious manner, taking account of the complexity, importance and urgency of particular **Modifications**; and
- (ii) with a view to ensuring that the **Grid Code** facilitates achievement of the **Grid Code Objectives**.

(c) **NGET** shall be responsible for implementing or supervising the implementation of **Approved Modifications** and **Approved Grid Code Self Governance Proposals** and **Approved Grid Code Fast Track Proposals** in accordance with the provisions of the **Grid Code** which shall reflect the production of the revised **Grid Code**. The **Code Administrator** and **NGET** shall be responsible for implementing and supervising the implementation of any amendments to their respective systems and processes necessary for the implementation of the **Approved Modification** and, the **Approved Grid Code Self-Governance Proposals** provided there is no successful appeal and the **Approved Grid Code Fast Track Proposals** provided no objections are received in accordance with GR.24. However, it will not include the implementation of **Users'** systems and processes. The **Code Administrator** will carry out its role in an efficient, economical and expeditious manner and (subject to any extension granted by the **Authority** where the **Code Administrator** has applied for one in accordance with GR.3.3(d) or (e) in accordance with the **Implementation Date**.

(d) Subject to notifying **Users**, the **Code Administrator** will, with the **Authority's** approval, apply to the **Authority** for a revision or revisions to the **Implementation Date** where the **Code Administrator** becomes aware of any circumstances which is likely to mean that the **Implementation Date** is unachievable, which shall include as a result of a **Legal Challenge**, at any point following the approval of the **Modification**.

(e) In the event that the Authority's decision to approve or not to approve a **Modification** is subject of **Legal Challenge** (and the party raising such **Legal Challenge** has received from the relevant authority the necessary permission to proceed) then the **Code Administrator** will, with the **Authority's** approval, apply to the **Authority** for a revision or revisions to the **Proposed Implementation Date** in the **Grid Code Modification Report** in respect of such **Modification** as necessary such that if such **Modification** were to be approved following such **Legal Challenge** the **Proposed Implementation Date** would be achievable.

(f) Prior to making any request to the **Authority** for any revision pursuant to GR.3.3 (d) (including where it is necessary as a result of a **Legal Challenge**) or GR.3.3 (e) the **Code Administrator** shall consult on the revision with **Users** and such other person who may properly be considered to have an appropriate interest in it in accordance with GR.20.2 and GR.20.6. The request to the **Authority** shall contain copies of (and a summary of) all written representations or objections made by consultees during the consultation period.

#### GR.3.4 Duties of Panel Members

(a) A person appointed as a **Panel Member**, or an **Alternate Member**, by **Users** under GR.3.1 or GR.7.2, by the **Authority** under GR.4.3 and the person appointed as **Panel Chairman** under GR.4.1, and each of their alternates when acting in that capacity:

(i) shall act impartially and in accordance with the requirements of the **Grid Code**; and

(ii) shall not be representative of, and shall act without undue regard to the particular interests of the persons or body of persons by whom he was appointed as **Panel Member** and any **Related Person** from time to time.

(b) Such a person shall not be appointed as a **Panel Member** or an **Alternate Member** (as the case may be) unless he shall have first:

(i) confirmed in writing to the **Code Administrator** for the benefit of all **Users** that he agrees to act as a **Panel Member** or **Alternate Member** in accordance with the **Grid Code** and acknowledges the requirements of GR.3.4 (a) and GR.3.4(c);

(ii) where that person is employed, provided to the **Panel Secretary** a letter from his employer agreeing that he may act as **Panel Member** or **Alternate Member**, and that the requirement in GR.3.4 (a) (ii) shall prevail over his duties as an employee.

(c) A **Panel Member** or **Alternate Member** shall, at the time of appointment and upon any change in such interests, disclose (in writing) to the **Panel Secretary** any such interests (in relation to the **Grid Code**) as are referred to in GR.3.4(a)(ii).

(d) Upon a change in employment of a **Panel Member** or **Alternate Member**, he shall so notify the **Panel Secretary** and shall endeavour to obtain from his new employer and provide to the **Panel Secretary** a letter in the terms required in GR.3.4 (b) (ii); and he shall be removed from office if he does not do so within a period of sixty (60) days after such change in employment.

#### **GR.4 APPOINTMENT OF PANEL MEMBERS**

##### **GR.4.1 Panel Chairman**

(a) The **Panel Chairman** shall be a person appointed (or re-appointed) by **NGET**, having particular regard to the views of the **Grid Code Review Panel**, and shall be independent of **NGET**.

(b) A person shall be appointed or re-appointed as the **Panel Chairman** where the **Authority** has approved such appointment or reappointment and **NGET** has given notice to the **Panel Secretary** of such appointment, with effect from the date of such notice or (if later) with effect from the date specified in such notice.

##### **GR.4.2 Other Panel Members**

(a) the **Network Operators, Suppliers, Onshore Transmission Licensees, Offshore Transmission Licensees** and **Generators** may appoint **Panel Members** by election in accordance with Annex GR.A.

(b) The **Citizens Advice** or the **Citizens Advice Scotland** may appoint one person as a **Panel Member** representing customers by giving notice of such appointment to the **Panel Secretary**, and may remove and re-appoint by notice.

(c) **NGET** shall appoint the **NGET** representative referred to at GR.3.1.2(c) (ii) and shall give notice of the identity of such person to the **Panel Secretary**, and may remove and re-appoint by notice to the **Panel Secretary**.

(d) the **BSC Panel** shall appoint a Panel Member as defined in the **Balancing and Settlement Code** to be the member of the **Grid Code Review Panel** referred to at GR.3.1.2(c) (iii) and shall give notice of the identity of such person to the **Panel Secretary**, and may remove and re-appoint by notice to the **Panel Secretary**.

GR.4.3. The **Authority** shall from time to time notify the **Panel** secretary of the identity of the **Authority** representative referred to at 3.1.2(b) (ii).

GR.4.4 Appointment of Further Member

(a) If in the opinion of the **Authority** there is a class or category of person (whether or not a **User**) who have interests in respect of the **Grid Code** but whose interests:

(i) are not reflected in the composition of **Panel Members** for the time being appointed; but

(ii) would be so reflected if a particular person was appointed as an additional **Panel Member**, then the **Authority** may at any time appoint (or re-appoint) that person as a **Panel Member** by giving notice of such appointment to the **Panel Secretary** but in no event shall the **Authority** be able to appoint more than one person so that there could be more than one such **Panel Member**.

(b) A person appointed as a **Panel Member** pursuant to this GR.4.3 shall remain appointed, subject to GR.5 and GR.6, notwithstanding that the conditions by virtue of which he was appointed (for example that the interests he reflects are otherwise reflected) may cease to be satisfied.

GR.4.5 Natural Person

No person other than an individual shall be appointed a **Panel Member** or his alternate.

## **GR.5 TERM OF OFFICE**

The term of office of a **Panel Member**, the **Panel Chairman** and **Alternate Members** shall be a period expiring on 31 December September every second year. A **Panel Member**, the **Panel Chairman** and **Alternate Member** shall be eligible for reappointment on expiry of his term of office.

## **GR.6 REMOVAL FROM OFFICE**

GR.6.1 A person shall cease to hold office as the **Panel Chairman**, a **Panel Member** or an **Alternate Member**:

(a) upon expiry of his term of office unless re-appointed;

(b) if he:

(i) resigns from office by notice delivered to the **Panel Secretary**;

(ii) becomes bankrupt or makes any arrangement or composition with his creditors generally;

(iii) is or may be suffering from mental disorder and either is admitted to hospital in pursuance of an application under the Mental Health Act 1983 or the Mental Health (Scotland) Act 1960 or an order is made by a court having jurisdiction in matters concerning mental disorder for his detention or for the appointment of a receiver, *curator bonis* or other person with respect to his property or affairs;

(iv) becomes prohibited by law from being a director of a company under the Companies Act 1985;

(v) dies; or

(vi) is convicted on an indictable offence; or

(c) as provided for in GR.3.4 (d);

(d) if the **Grid Code Review Panel** resolves (and the **Authority** does not veto such resolution by notice in writing to the **Panel** secretary within fifteen (15) **Business Days**) that he should cease to hold office on grounds of his serious misconduct;

(e) if the **Grid Code Review Panel** resolves (and the **Authority** does not veto such resolution by notice in writing to the **Panel** secretary within fifteen (15) **Business Days**) that he should cease to hold office due to a change in employer notwithstanding compliance with GR.3.4 (d).

GR.6.2 A **Grid Code Review Panel** resolution under GR8.6.1 (d) or (e) shall, notwithstanding any other paragraph, require the vote in favour of at least all **Panel Members** less one (other than the **Panel Member** or **Alternate Member** who is the subject of such resolution) and for these purposes an abstention shall count as a vote cast in favour of the resolution. A copy of any such resolution shall forthwith be sent to the **Authority** by the **Panel Secretary**.

GR.6.3 A person shall not qualify for appointment as a **Panel Member** or **Alternate Member** if at the time of the proposed appointment he would be required by the above to cease to hold that office.

GR.6.4 The **Panel Secretary** shall give prompt notice to **NGET**, all **Panel Members**, all **Users** and the **Authority** of the appointment or re-appointment of any **Panel Member** or **Alternate Member** or of any **Panel Member** or **Alternate Member** ceasing to hold office and publication on the **Website** and (where relevant details are supplied to the **Panel Secretary**) despatch by electronic mail shall fulfil this obligation.

## **GR.7 ALTERNATES**

GR.7.1 Alternate: Panel Chairman

The **Panel Chairman** shall preside at every meeting of the **Grid Code Review Panel** at which he is present. If he is unable to be present at a meeting, he may appoint an alternate (who shall be a senior employee of **NGET**) to act as the **Panel Chairman**, who may or may not be a **Panel Member**. If neither the **Panel Chairman** nor his alternate is present at the meeting within half



an hour of the time appointed for holding the meeting, the **Panel Members** present may appoint one of their number to be the chairman of the meeting.

#### GR.7.2 Alternate(s): other Panel Members

(a) At the same time that the parties entitled to vote in the relevant election appoint **Elected Panel Members** under GR.4.2 (a), they shall appoint the following **Alternate Members** in accordance with Annex GR.A:

- (i) one alternate representative of the **Suppliers**;
- (ii) one alternate representative of the **Onshore Transmission Licensees**;
- (iii) one alternate representative of the **Offshore Transmission Licensees**; and
- (iv) two alternate representatives of the **Generators**.

In the event that the election process fails to appoint an **Alternate Member** for any of the **Elected Panel Members**, each **Elected Panel Member** shall be entitled (but not obligated) to each at their own discretion nominate their own **Alternate Member**. (b) Any **Panel Member** that is not an **Elected Panel Member** shall be entitled (but not obligated) to each at their own discretion nominate their own **Alternate Member**.

(c) A **Panel Member** shall give notice to the **Panel** secretary in the event it will be represented by an **Alternate Member** for any one **Grid Code Review Panel** meeting.

(d) Where a **Panel Member** has nominated an **Alternate Member** in accordance with GR.7.2(a) or (b), they may remove such **Alternate Member**, by giving notice of such removal, and any nomination of a different **Alternate Member**, to the **Panel** secretary. A **Panel Member** may not choose as his **Alternate Member**: any party who is already acting as an **Alternate Member** for another **Panel Member**; or another **Panel Member**.

(e) All information to be sent by the **Panel Secretary** to **Panel Members** pursuant to these Governance Rules shall also be sent by the **Panel Secretary** to each **Alternate Member** by electronic mail (where relevant details shall have been provided by each **Alternate Member**).

#### GR.7.3 Alternates: General Provisions

(a) The appointment or removal by a **Panel Member** of an alternate shall be effective from the time when such notice is given to the **Panel Secretary** or (if later) the time specified in such notice.

(b) The **Panel Secretary** shall promptly notify all **Panel Members** and **Users** of appointment or removal by any **Panel Member** of any alternate and publication on the **Website** and (where relevant details have been provided to the **Panel Secretary**) despatch by electronic mail shall fulfil this obligation.

#### GR.7.4 Alternates: Rights, Cessation and References

(a) Where the **Panel Chairman** or a **Panel Member** has appointed an alternate:

- (i) the alternate shall be entitled:

(aa) unless the appointing **Panel Member** shall otherwise notify the **Panel** secretary, to receive notices of meetings of the **Grid Code Review Panel**;

(bb) to attend, speak and vote at any meeting of the **Grid Code Review Panel** at which the **Panel Member** by whom he was appointed is not present, and at such meeting to exercise and discharge all of the functions, duties and powers of such **Panel Member**;

(ii) the **Alternate Member** shall have the same voting rights the **Panel Member** in whose place he is attending;

(iii) GR.8, GR.9, GR.10, GR.11 and GR.12 shall apply to the alternate as if he were the appointing **Panel Member** and a reference to a **Panel Member** elsewhere in the **Grid Code** shall, unless the context otherwise requires, include his duly appointed **Alternate Member**.

(iv) for the avoidance of doubt, the appointing **Panel Member** shall not enjoy any of the rights transferred to the **Alternate Member** at any meeting at which, or in relation to any matter on which, the **Alternate Member** acts on his behalf.

(b) A person appointed as an **Alternate Member** shall automatically cease to be such **Alternate Member**:

(i) if the appointing **Panel Member** ceases to be a **Panel Member**;

(ii) if any of the circumstances in GR.6.1 (b) applies in relation to such person,

but, in the case of a person elected as an **Alternate Member**, they shall continue to be an **Alternate Member** available for appointment under GR.7.2.

## **GR.8 MEETINGS**

GR.8.1 Meetings of the **Grid Code Review Panel** shall be held at regular intervals and at least every 2 months at such time and such place as the **Grid Code Review Panel** shall decide.

GR.8.2 A regular meeting of the **Grid Code Review Panel** may be cancelled if:

(a) the **Panel Chairman** considers, having due regard to the lack of business in the agenda, that there is insufficient business for the **Grid Code Review Panel** to conduct and requests the **Panel Secretary** to cancel the meeting;

(b) the **Panel Secretary** notifies all **Panel Members**, not less than five (5) **Business Days** before the date for which the meeting is to be convened, of the proposal to cancel the meeting; and

(c) by the time three (3) **Business Days** before the date for which the meeting is or is to be convened, no **Panel Member** has notified the **Panel Secretary** that he objects to such cancellation.

GR.8.3 If any **Panel Member** wishes, acting reasonably, to hold a special meeting (in addition to regular meetings under GR.8.1) of the **Grid Code Review Panel**:

(a) he shall request the **Panel Secretary** to convene such a meeting and inform the **Panel Secretary** of the matters to be discussed at the meeting;

(b) the **Panel Secretary** shall promptly convene the special meeting for a day as soon as practicable but not less than five (5) **Business Days** after such request.

GR.8.4 Any meeting of the **Grid Code Review Panel** shall be convened by the **Panel Secretary** by notice (which will be given by electronic mail if the relevant details are supplied to the **Panel Secretary**) to each **Panel Member** (and to the **Authority**):

(a) setting out the date, time and place of the meeting and (unless the **Grid Code Review Panel** has otherwise decided) given at least five (5) **Business Days** before the date of the meeting;

(b) accompanied by an agenda of the matters for consideration at the meeting and any supporting papers available to the **Panel Secretary** at the time the notice is given (and the **Panel Secretary** shall circulate to **Panel Members** any late papers as and when they are received by him).

GR.8.5 The **Panel Secretary** shall send a copy of the notice convening a meeting of the **Grid Code Review Panel**, and the agenda and papers accompanying the notice, to the **Panel Members and Alternate Members**, and publication on the **Website** and despatch by electronic mail (if the relevant details are supplied to the **Panel Secretary**) shall fulfil this obligation.

GR.8.6 Any **Panel Member** (or, at the **Panel Member's** request, the **Panel Secretary**) may notify matters for consideration at a meeting of the **Grid Code Review Panel** in addition to those notified by the **Panel Secretary** under GR.8.4 by notice to all **Panel Members** and persons entitled to receive notice under GR.8.5, not less than three (3) **Business Days** before the date of the meeting.

GR.8.7 The proceedings of a meeting of the **Grid Code Review Panel** shall not be invalidated by the accidental omission to give or send notice of the meeting or a copy thereof or any of the accompanying agenda or papers to, or failure to receive the same by, any person entitled to receive such notice, copy, agenda or paper.

GR.8.8 A meeting of the **Grid Code Review Panel** may consist of a conference between **Panel Members** who are not all in one place but who are able (by telephone or otherwise) to speak to each of the others and to be heard by each of the others simultaneously.

GR.8.9 With the consent of all **Panel Members** (whether obtained before, at or after any such meeting) the requirements of this GR.8 as to the manner in and notice on which a meeting of the **Grid Code Review Panel** is convened may be waived or modified provided that no meeting of the **Grid Code Review Panel** shall be held unless notice of the meeting and its agenda has been sent to the persons entitled to receive the same under GR.8.5 at least 24 hours before the time of the meeting.

GR.8.10 Subject to GR.8.11, no matter shall be resolved at a meeting of the **Grid Code Review Panel** unless such matter was contained in the agenda accompanying the **Panel Secretary's** notice under GR.8.4 or was notified in accordance with GR.8.6.

GR.8.11 Where:

(a) any matter (not contained in the agenda and not notified pursuant to GR.8.4 and GR.8.6) is put before a meeting of the **Grid Code Review Panel**, and

(b) in the opinion of the **Grid Code Review Panel** it is necessary (in view of the urgency of the matter) that the **Grid Code Review Panel** resolve upon such matter at the meeting, the **Grid Code Review Panel** may so resolve upon such matter, and the **Grid Code Review Panel** shall also determine at such meeting whether the decision of the **Grid Code Review Panel** in relation to such matter should stand until the following meeting of the **Grid Code Review Panel**, in which case (at such following meeting) the decision shall be reviewed and confirmed or (but not with effect earlier than that meeting, and only so far as the consequences of such revocation do not make implementation of the **Grid Code** or compliance by **Users** with it impracticable) revoked.

## **GR.9 PROCEEDINGS AT MEETINGS**

GR.9.1 Subject as provided in the **Grid Code**, the **Grid Code Review Panel** may regulate the conduct of and adjourn and reconvene its meetings as it sees fit.

GR.9.2 Meetings of the **Grid Code Review Panel** shall be open to attendance by a representative of any **User** (including any **Authorised Electricity Operator**; **NGET** or a **Materially Affected Party**), the **Citizen Advice** or the **Citizens Advice Scotland** and any person invited by the **Panel Chairman** and/or any other **Panel Member**.

GR.9.3 The **Panel Chairman** and any other **Panel Member** may invite any person invited by them under GR.9.2, and/or any attending representative of a **User**, to speak at the meeting (but such person shall have no vote).

GR.9.4 As soon as practicable after each meeting of the **Grid Code Review Panel**, the **Panel Secretary** shall prepare and send (by electronic mail or otherwise) to **Panel Members** the minutes of such meeting, which shall be (subject to GR.9.5) approved (or amended and approved) at the next meeting of the **Grid Code Review Panel** after they were so sent, and when approved (excluding any matter which the **Grid Code Review Panel** decided was not appropriate for such publication) shall be placed on the **Website**.

GR.9.5 If, following the circulation of minutes (as referred to in 8.9.4), the meeting of the **Grid Code Review Panel** at which they were to be approved is cancelled pursuant to GR.8.2, such minutes (including any proposed changes thereto which have already been received) shall be recirculated with the notification of the cancellation of the meeting of the **Grid Code Review Panel**. **Panel Members** shall confirm their approval of such minutes to the **Panel Secretary** (by electronic mail) no later than five (5) **Business Days** following such minutes being re-circulated. If no suggested amendments are received within such five (5) **Business Days** period, the

minutes will be deemed to have been approved. If the minutes are approved, or deemed to have been approved, (excluding any matter which the **Grid Code Review Panel** decided was not appropriate for such publication) they shall be placed on the **Website**. If suggested amendments are received within such five (5) **Business Days** period, the minutes shall remain unapproved and the process for approval (or amendment and approval) of such minutes at the next meeting of the **Grid Code Review Panel**, as described in GR.8.4, shall be followed.

## **GR.10 QUORUM**

GR.10.1 No business shall be transacted at any meeting of the **Grid Code Review Panel** unless a quorum is present throughout the meeting.

GR.10.2 Subject to GR.10.4, a quorum shall be 6 **Panel Members** who have a vote present (subject to GR.8.8) in person or by their alternates, of whom at least one shall be appointed by **NGET**. Where a **Panel Member** is represented by an **Alternate Member**, that **Alternate Member** cannot represent any other **Panel Member** at the same meeting.

GR.10.3 If within half an hour after the time for which the meeting of the **Grid Code Review Panel** has been convened a quorum is not present (and provided the **Panel Secretary** has not been notified by **Panel Members** that they have been delayed and are expected to arrive within a reasonable time):

(a) the meeting shall be adjourned to the same day in the following week (or, if that day is not a **Business Day** the next **Business Day** following such day) at the same time;

(b) the **Panel Secretary** shall give notice of the adjourned meeting as far as practicable in accordance with GR.8.8.

GR.10.4 If at the adjourned meeting there is not a quorum present within half an hour after the time for which the meeting was convened, those present shall be a quorum.

## **GR.11 VOTING**

GR.11.1 At any meeting of the **Grid Code Review Panel** any matter to be decided which shall include the **Grid Code Review Panel Recommendation Vote** shall be put to a vote of those **Panel Members** entitled to vote in accordance with these **Governance Rules** upon the request of the **Panel Chairman** or any **Panel Member**.

GR.11.2 Subject to GR.11.4, in deciding any matter at any meeting of the **Grid Code Review Panel** each **Panel Member** other than the **Panel Chairman** shall cast one vote.

GR.11.3 Except as otherwise expressly provided in the **Grid Code**, and in particular GR.6.2, any matter to be decided at any meeting of the **Grid Code Review Panel** shall be decided by simple majority of the votes cast at the meeting (an abstention shall not be counted as a cast vote).

GR.11.4 The **Panel Chairman** shall not cast a vote as a **Panel Member** but shall have a casting vote on any matter (except in a **Grid Code Review Panel Recommendation Vote**)

where votes are otherwise cast equally in favour of and against the relevant motion including, for the avoidance of doubt, in the **Grid Code Review Panel Self-Governance Vote**, where the **Panel Chairman** is obliged to exercise his casting vote if votes are otherwise cast equally in favour of or against a proposed **Modification**, but where any person other than the actual **Panel Chairman** is acting as chairman he shall not have a casting vote. The **Panel Chairman** may only use such casting vote to vote against a proposed **Modification**.

GR.11.5 Any resolution in writing signed by or on behalf of all **Panel Members** shall be valid and effectual as if it had been passed at a duly convened and quorate meeting of the **Grid Code Review Panel**. Such a resolution may consist of several instruments in like form signed by or on behalf of one or more **Panel Members**.

## **GR.12 PROTECTIONS FOR PANEL MEMBERS**

GR.12.1 Subject to GR.12.2 all **CUSC Parties** shall jointly and severally indemnify and keep indemnified each **Panel Member**, the **Panel Secretary** and each member of a **Workgroup** and **Standing Group** (“**Indemnified Persons**”) in respect of all costs (including legal costs), expenses, damages and other liabilities properly incurred or suffered by such **Indemnified Persons** when acting in or in connection with his office under the **Grid Code**, or in what he in good faith believes to be the proper exercise and discharge of the powers, duties, functions and discretions of that office in accordance with the **Grid Code**, and all claims, demands and proceedings in connection therewith other than any such costs, expenses, damages or other liabilities incurred or suffered as a result of the wilful default or bad faith of such **Indemnified Person**.

GR.12.2 The indemnity provided in GR.12.1 shall not extend to costs and expenses incurred in the ordinary conduct of being a **Panel Member** or **Panel** secretary, or member of a **Workgroup** or **Standing Group** including, without limitation, accommodation costs and travel costs or any remuneration for their services to the **Grid Code Review Panel** or **Workgroup** or **Standing Group**.

GR.12.3 The **Users** agree that no **Indemnified Person** shall be liable for anything done when acting properly in or in connection with his office under the **Grid Code**, or anything done in what he in good faith believes to be the proper exercise and discharge of the powers, duties, functions and discretions of that office in accordance with the **Grid Code**. Each **CUSC Party** hereby irrevocably and unconditionally waives any such liability of any **Indemnified Person** and any rights, remedies and claims against any **Indemnified Person** in respect thereof.

GR.12.4 Without prejudice to GR.12.2, nothing in GR.12.3 shall exclude or limit the liability of an **Indemnified Person** for death or personal injury resulting from the negligence of such **Indemnified Person**.

## **PART C**

### **GR.13 GRID CODE MODIFICATION REGISTER**

GR.13.1 The **Code Administrator** shall establish and maintain a register (“**Grid Code Modification Register**”) in a form as may be agreed with the **Authority** from time to time, which shall record the matters set out in GR.13.3.

GR.13.2 The purpose of the **Grid Code Modification Register** shall be to assist the **Grid Code Review Panel** and to enable the **Grid Code Review Panel, Users** and any other persons who may be interested to be reasonably informed of the progress of **Modifications** and **Approved Modifications** from time to time.

GR.13.3 The **Grid Code Modification Register** shall record in respect of current outstanding **Grid Code Review Panel** business:

- (a) details of each **Modification** (including the name of the **Proposer**, the date of the **Modification** and a brief description of the **Modification**);
- (b) whether such **Modification** is an **Urgent Modification**;
- (c) the current status and progress of each **Modification**, if appropriate the anticipated date for reporting to the **Authority** in respect thereof, and whether it has been withdrawn, rejected or implemented for a period of three (3) months after such withdrawal, rejection or implementation or such longer period as the **Authority** may determine;
- (d) the current status and progress of each **Approved Modification**, each **Approved Grid Code Self-Governance Proposal**, and each **Approved Grid Code Fast Track Proposal**; and
- (e) such other matters as the **Grid Code Review Panel** may consider appropriate from time to time to achieve the purpose of GR.13.2.

GR.13.4 The **Grid Code Modification Register** (as updated from time to time and indicating the revisions since the previous issue) shall be published on the **Website** or (in the absence, for whatever reason, of the **Website**) in such other manner and with such frequency (being not less than once per month) as the **Code Administrator** may decide in order to bring it to the attention of the **Grid Code Review Panel, Users** and other persons who may be interested.

## **GR.14 CHANGE CO-ORDINATION**

GR.14.1 The **Code Administrator** shall establish (and, where appropriate, revise from time to time) joint working arrangements for change co-ordination with each **Core Industry Document Owner** and with the **STC** committee to facilitate the identification, co-ordination, making and implementation of change to **Core Industry Documents** and the **STC** consequent on a **Modification**, including, but not limited to, changes that are appropriate in order to avoid conflict or inconsistency as between the **Grid Code** and any **Core Industry Document** and the **STC**, in a full and timely manner.

GR.14.2 The working arrangements referred to in GR.14.1 shall be such as to enable the consideration, development and evaluation of **Modifications**, and the implementation of **Approved Modifications**, to proceed in a full and timely manner and enable changes to **Core Industry Documents** and the **STC** consequent on an amendment to be made and given effect

wherever possible (subject to any necessary consent of the **Authority**) at the same time as such **Modification** is made and given effect.

## **GR.15 MODIFICATIONS**

### GR.15.1

(a) A proposal to modify the **Grid Code** may be made:

(i) by an **Authorised Electricity Operator**; the **Citizens Advice** or the **Citizens Advice Scotland, NGET** or a **Materially Affected Party**; or

(ii) under GR.24.5, by the **Grid Code Review Panel**.

GR.15.2 A **Standard Modification** shall follow the procedure set out in GR.17 to GR.21.

GR.15.3 A **Modification** shall be submitted in writing to the **Panel Secretary** and, subject to the provisions of GR.15.4 below, shall contain the following information in relation to such proposal:

(a) the name of the **Proposer**;

(b) the name of the representative of the **Proposer** who shall represent the **Proposer** in person for the purposes of this GR.15;

(c) a description (in reasonable but not excessive detail) of the issue or defect which the proposed modification seeks to address;

(d) a description (in reasonable but not excessive detail) of the proposed modification and of its nature and purpose;

(e) where possible, an indication of those parts of the **Grid Code** which would require amendment in order to give effect to (and/or would otherwise be affected by) the proposed modification and an indication of the nature of those amendments or effects;

(f) the reasons why the **Proposer** believes that the proposed modification would better facilitate achievement of the **Grid Code Objectives** as compared with the current version of the **Grid Code** together with background information in support thereof;

(g) the reasoned opinion of the **Proposer** as to why the proposed modification should not fall within a current **Significant Code Review**, whether the proposed modification meets the **Self-Governance Criteria** or whether the proposed modification should proceed along the **Standard Modification** route;

(h) the reasoned opinion of the **Proposer** as to whether that impact is likely to be material and if so an assessment of the quantifiable impact of the proposed modification on greenhouse gas emissions, to be conducted in accordance with such current guidance on the treatment of carbon costs and evaluation of the greenhouse gas emissions as may be issued by the **Authority** from time to time;



(i) where possible, an indication of the impact of the proposed modification on **Core Industry Documents** and the **STC**;

(j) where possible, an indication of the impact of the proposed modification on relevant computer systems and processes used by **Users**; and

(k) a statement to the effect that the **Proposer** acknowledges that on acceptance of the proposal for consideration by the **Grid Code Review Panel** a **Proposer** which is a **Materially Affected Party** shall grant a licence in accordance with GR.15.9.

GR.15.4A The **Proposer** of a **Grid Code Fast Track Proposal** is not required to provide the items referenced at GR.15.3 (f) – (j) inclusive, unless either:

(a) the **Grid Code Review Panel** has, pursuant to GR.25.5 or GR.25.6, not agreed unanimously that the **Grid Code Fast Track Proposal** meets the **Fast Track Criteria**, or has not unanimously approved the **Grid Code Fast Track Proposal**; or

(b) there has been an objection to the **Approved Fast Track Proposal** pursuant to GR.25.12, whereupon the **Proposer** shall be entitled to provide the additional information required pursuant to GR.15.3 for a **Modification** within 28 days of the **Panel Secretary's** request. Where the **Proposer** fails to provide the additional information in accordance with such timescales, the **Panel Secretary** may reject such proposal in accordance with GR.15.5.

GR.15.5 if a proposal fails in any material respect to provide the information in GR.15.3 (excluding (e), (i) and (j) thereof), the **Panel Secretary** may reject such proposal provided that:

(a) the **Panel Secretary** shall furnish the **Proposer** with the reasons for such rejection;

(b) the **Panel Secretary** shall report such rejection to the **Grid Code Review Panel** at the next **Grid Code Review Panel** meeting, with details of the reasons;

(c) if the **Grid Code Review Panel** decides or the **Authority** directs to reverse the **Panel Secretary's** decision to refuse the submission, the **Panel Secretary** shall notify the **Proposer** accordingly and the proposal shall be dealt with in accordance with these Governance Rules;

(d) nothing in these Governance Rules shall prevent a **Proposer** from submitting a revised proposal in compliance with the requirements of GR15.3 in respect of the same subject-matter.

GR.15.6 Without prejudice to the development of a **Workgroup Alternative Grid Code Modification(s)** pursuant to GR.19.10 and GR.19.15, the **Grid Code Review Panel** shall direct in the case of (a), and may direct in the case of (b), the **Panel Secretary** to reject a proposal pursuant to GR.15, other than a proposal submitted by **NGET** pursuant to a direction issued by the **Authority** following a **Significant Code Review** in accordance with GR.16.6, if and to the extent that such proposal has, in the opinion of the **Grid Code Review Panel**, substantially the same effect as:

(a) a **Pending Modification**; or

(b) a **Rejected Modification**, where such proposal is made at any time within two (2) months after the decision of the **Authority** not to direct **NGET** to modify the **Grid Code** pursuant to the **Transmission Licence** in the manner set out in such **Modification**, and the **Panel Secretary** shall notify the **Proposer** accordingly.

GR.15.7 Promptly upon receipt of a **Modification**, the **Panel Secretary** shall:

- (a) allocate a unique reference number to the **Modification**;
- (b) enter details of the **Modification** on the **Grid Code Modification Register**.

GR.15.8 Subject to GR.8.6 and GR.25, where the **Modification** is received more than five (5) **Business Days** prior to the next **Grid Code Review Panel** meeting, the **Panel Secretary** shall place the **Modification** on the agenda of the next **Grid Code Review Panel** meeting and otherwise shall place it on the agenda of the next succeeding **Grid Code Review Panel** meeting.

GR.15.9 It shall be a condition to the right to make a proposal to modify the **Grid Code** under this GR.15 that the **Proposer**:

- (a) grants a non-exclusive royalty free licence to all **Users** who request the same covering all present and future rights, **IPRs** and moral rights it may have in such proposal (as regards use or application in Great Britain); and
- (b) warrants that, to the best of its knowledge, information and belief, no other person has asserted to the **Proposer** that such person has any **IPRs** or normal rights or rights of confidence in such proposal, and, in making a proposal, a **Proposer** which is a **Grid Code Party** shall be deemed to have granted the licence and given the warranty in (a) and (b) above.

The provisions of this GR.15.9 shall apply to any **WG Consultation Alternative Request**, and also to a **Relevant Party** supporting a **Modification** in place of the original Proposer in accordance with GR.15.10 (a) for these purposes the term **Proposer** shall include any such **Relevant Party** or a person making such a **WG Consultation Alternative Request**.

GR.15.10 Subject to GR.16.7, which deals with the withdrawal of a **Modification** made pursuant to a direction following a **Significant Code Review**, a **Proposer** may withdraw his support for a **Standard Modification** by notice to the **Panel Secretary** at any time prior to the **Grid Code Review Panel Recommendation Vote** undertaken in relation to that **Standard Modification** pursuant to GR.21.4, and a **Proposer** may withdraw his support for a **Modification** that meets the **Self-Governance Criteria** by notice to the **Panel Secretary** at any time prior to the **Grid Code Review Panel Self-Governance Vote** undertaken in relation to that **Modification** pursuant to GR.23.9, and a **Proposer** may withdraw his support for a **Grid Code Fast Track Proposal** by notice to the **Panel Secretary** at any time prior to the **Panel's** vote on whether to approve the **Grid Code Fast Track Proposal** pursuant to GR.25 in which case the **Panel Secretary** shall forthwith:

(a) notify those parties specified in GR.15.1 as relevant in relation to the **Modification** in question (a “**Relevant Party**”) that he has been notified of the withdrawal of support by the **Proposer** by publication on the **Website** and (where relevant details are supplied) by electronic mail. A **Relevant Party** may within five (5) **Business Days** notify the **Panel Secretary** that it is prepared to support the **Modification** in place of the original **Proposer**. If such notice is received, the name of such **Relevant Party** shall replace that of the original **Proposer** as the **Proposer**, and the **Modification** shall continue. If more than one notice is received, the first received shall be utilised;

(b) if no notice of support is received under (a), the matter shall be discussed at the next **Grid Code Review Panel** meeting. If the **Grid Code Review Panel** so agrees, it may notify **Relevant Parties** that the **Modification** is to be withdrawn, and a further period of five (5) **Business Days** shall be given for support to be indicated by way of notice;

(c) if no notice of support is received under (a) or (b), the **Modification** shall be marked as withdrawn on the **Grid Code Modification Register**;

Code Administrator as Critical Friend

GR.15.11 The **Code Administrator** shall provide assistance insofar as is reasonably practicable and on reasonable request to parties with an interest in the **Modification** process that request it in relation to the **Grid Code**, as provided for in the **Code Administration Code of Practice**, including, but not limited to, assistance with:

(a) Drafting a **Modification**;

(b) Understanding the operation of the **Grid Code**;

(c) Their involvement in, and representation during, the **Modification** process (including but not limited to **Grid Code Review Panel**, and/or **Workgroup** meetings) as required or as described in the **Code Administration Code of Practice**; and

(d) accessing information relating to **Modification** proposals and/or **Modifications**.

## **GR.16 SIGNIFICANT CODE REVIEW**

Significant Code Review Phase

GR.16.1 If any party specified under GR.15.1 makes a **Modification** during a **Significant Code Review Phase**, unless exempted by the **Authority** or unless GR.16.4(b) applies, the **Grid Code Review Panel** shall assess whether the **Modification** falls within the scope of a **Significant Code Review** and the applicability of the exceptions set out in GR.16.4 and shall notify the **Authority** of its assessment, its reasons for that assessment and any representations received in relation to it as soon as practicable.

GR.16.2 The **Grid Code Review Panel** shall proceed with the **Modification** made during a **Significant Code Review Phase** in accordance with GR.17 (notwithstanding any consultation

undertaken pursuant to GR.16.5 and its outcome), unless directed otherwise by the **Authority** pursuant to GR.16.3.

GR.16.3 Subject to GR.16.4, the **Authority** may at any time direct that a **Modification** made during a **Significant Code Review Phase** falls within the scope of a **Significant Code Review** and must not be made during the **Significant Code Review Phase**. If so directed, the **Grid Code Review Panel** will not proceed with that **Modification**, and the **Proposer** shall decide whether the **Modification** shall be withdrawn or suspended until the end of the **Significant Code Review Phase**. If the **Proposer** fails to indicate its decision whether to withdraw or suspend the **Modification** within twenty-eight (28) days of the **Authority's** direction, it shall be deemed to be suspended. If the **Modification** is suspended, it shall be open to the **Proposer** at the end of the **Significant Code Review Phase** to indicate to the **Grid Code Review Panel** that it wishes that **Modification** to proceed, and it shall be considered and taken forward in the manner decided upon by the **Grid Code Review Panel** at the next meeting, and it is open to the **Grid Code Review Panel** to take into account any work previously undertaken in respect of that **Modification**. If the **Proposer** makes no indication to the **Grid Code Review Panel** within twenty-eight (28) days of the end of the **Significant Code Review Phase** as to whether or not it wishes the **Modification** to proceed, it shall be deemed to be withdrawn.

GR.16.4 A **Modification** that falls within the scope of a **Significant**

**Code Review** may be made where:

(a) the **Authority** so determines, having taken into account (among other things) the urgency of the subject matter of the **Modification**; or

(b) the **Modification** is made by **NGET** pursuant to GR.16.6.

GR.16.5 Where a direction under GR.16.3 has not been issued, GR.16.4 does not apply and the **Grid Code Review Panel** considers that a **Modification** made during a **Significant Code Review Phase** falls within the scope of a **Significant Code Review**, the **Grid Code Review Panel** may consult on its suitability as part of the **Standard Modification** route set out in GR.18, GR.19, GR.20 and GR.21.

End of Significant Code Review Phase

GR.16.6 Within twenty-eight (28) days after the **Authority** has published its **Significant Code Review** conclusions, the **Authority** may issue to **NGET** directions, including directions to **NGET** to make **Modifications**. **NGET** shall comply with those directions and the **Significant Code Review Phase** shall be deemed to have ended on the date on which **NGET** makes a **Modification** in accordance with the **Authority's** directions. Where **NGET** makes a **Modification** in accordance with the **Authority's** directions, that **Modification** shall be treated as a **Standard Modification Proposal** and shall proceed through the process for **Standard Modifications** set out in GR.17, GR.18, GR.19, GR.20 and GR.21. Such **Authority** conclusions and directions shall not fetter the voting rights of the **Panel Members** or any recommendation it makes in relation to any **Modification** or the recommendation procedures informing the **Grid Code Modification Report**.

GR.16.7 **NGET** may not, without the prior consent of the **Authority**, withdraw a **Modification** made pursuant to a direction issued by the **Authority** pursuant to GR.16.6.

GR.16.8 If within twenty-eight (28) days after the **Authority** has published its **Significant Code Review** conclusions, the **Authority** issues to **NGET** a statement that no directions will be issued in relation to the **Grid Code**, then the **Significant Code Review Phase** shall be deemed to have ended on the date of such statement.

GR.16.9 If up to and including twenty-eight (28) days from the **Authority's** publication of its **Significant Code Review** conclusions, the **Authority** has issued to **NGET** neither directions pursuant to GR.16.6, nor a statement pursuant to GR.16.8, then the **Significant Code Review Phase** will be deemed to have ended.

## **GR.17 MODIFICATION EVALUATION**

GR.17.1 This GR.17 is subject to the **Urgent Modification** procedures set out in GR.22 and the **Significant Code Review** procedures set out in GR.16.

GR.17.2 A **Modification** shall, subject to GR.15.8, be discussed by the **Grid Code Review Panel** at the next following **Grid Code Review Panel** meeting convened.

GR.17.3 The **Proposer's** representative shall attend such **Grid Code Review Panel** meeting and the **Grid Code Review Panel** may invite the **Proposer's** representative to present his **Modification** to the **Grid Code Review Panel**.

GR.17.4 The **Grid Code Review Panel** shall evaluate each **Modification** against the **Self-Governance Criteria**.

GR.17.5 The **Grid Code Review Panel** shall follow the procedure set out in GR.23 in respect of any **Modification** that the **Grid Code Review Panel** considers meets the **Self-Governance Criteria** unless the **Authority** makes a direction in accordance with GR.23.2 and in such a case that **Modification** shall be a **Standard Modification** and shall follow the procedure set out in s GR.18, GR.19, GR.20 and GR.21.

GR.17.6 Unless the **Authority** makes a direction in accordance with GR.23.4, a **Modification** that the **Grid Code Review Panel** considers does not meet the **Self-Governance Criteria** shall be a **Standard Modification** and shall follow the procedure set out in GR.18, GR.19, GR.20 and GR.21.

GR.17.7 The **Grid Code Review Panel** shall evaluate each **Grid Code Fast Track Proposal** against the **Fast Track Criteria**.

GR.17.8 The **Grid Code Review Panel** shall follow the procedure set out in GR.29 in respect of any **Grid Code Fast Track Proposal**. The provisions of GR.18 to GR.23 shall not apply to a **Grid Code Fast Track Proposal**.

## **GR.18 PANEL PROCEEDINGS**

## GR.18.1

(a) The **Code Administrator** and the **Grid Code Review Panel** shall together establish a timetable to apply for the **Modification** process.

(b) The **Grid Code Review Panel** shall establish the part of the timetable for the consideration by the **Grid Code Review Panel** and by a **Workgroup** (if any) which shall be no longer than four months unless in any case the particular circumstances of the **Modification** (taking due account of its complexity, importance and urgency) justify an extension of such timetable, and provided the **Authority**, after receiving notice, does not object, taking into account all those issues.

(c) The **Code Administrator** shall establish the part of the timetable for the consultation to be undertaken by the **Code Administrator** under these Governance Rules and separately the preparation of a **Grid Code Modification Report** to the **Authority**. Where the particular circumstances of the **Modification** (taking due account of its complexity, importance and urgency) justify an extension of such timescales and provided the **Authority**, after receiving notice, does not object, taking into account all those issues, the **Code Administrator** may revise such part of the timetable.

(d) In setting such a timetable, the **Grid Code Review Panel** and the **Code Administrator** shall exercise their respective discretions such that, in respect of each **Modification**, a **Grid Code Modification Report** may be submitted to the **Authority** as soon after the **Modification** is made as is consistent with the proper evaluation of such **Modification**, taking due account of its complexity, importance and urgency.

(e) Having regard to the complexity, importance and urgency of particular **Modifications**, the **Grid Code Review Panel** may determine the priority of **Modifications** and may (subject to any objection from the **Authority** taking into account all those issues) adjust the priority of the relevant **Modification** accordingly.

GR.18.2 In relation to each **Modification**, the **Grid Code Review Panel** shall determine at any meeting of the **Grid Code Review Panel** whether to:

(a) amalgamate the **Modification** with any other **Modification**;

(b) establish a **Workgroup** of the **Grid Code Review Panel**, to consider the **Modification**;

(c) review the evaluation made pursuant to GR.17.4, taking into account any new information received; or

(d) proceed directly to wider consultation (in which case the **Proposer's** right to vary his **Modification** shall lapse).

GR.18.3 Subject to GR.14.3, the **Grid Code Review Panel** may decide to amalgamate a **Modification** with one or more other **Modifications** where the subject-matter of such **Modifications** is sufficiently proximate to justify amalgamation on the grounds of efficiency and/or where such **Modifications** are logically dependent on each other. Such amalgamation

may only occur with the consent of the **Proposers** of the respective **Modifications**. The **Authority** shall be entitled to direct that a **Modification** is not amalgamated with one or more other **Modifications**.

GR.18.4 Without prejudice to each **Proposer's** right to withdraw his **Modification** prior to the amalgamation of his **Modification** where **Modifications** are amalgamated pursuant to GR.18.3:

(a) such **Modifications** shall be treated as a single **Modification**;

(b) references in these Governance Rules to a **Modification** shall include and apply to a group of two or more **Modifications** so amalgamated;

(c) the **Proposers** of each such **Modification** shall cooperate in deciding which of them is to provide a representative for any **Workgroup** in respect of the amalgamated **Modification** and, in default of agreement, the **Panel Chairman** shall nominate one of the **Proposers** for that purpose.

GR.18.5 In respect of any **Modification** that the **Grid Code Review Panel** determines to proceed directly to wider consultation in accordance with GR.18.2, the **Grid Code Review Panel**, may at any time prior to the **Grid Code Review Panel Recommendation Vote** having taken place decide to establish a **Workgroup** of the **Grid Code Review Panel** and the provisions of GR.19 shall apply. In such case the **Grid Code Review Panel** shall be entitled to adjust the timetable referred to at GR.18.1(b) and the **Code Administrator** shall be entitled to adjust the timetable referred to at GR.18.1(c), provided that the **Authority**, after receiving notice, does not object.

## **GR.19 WORKGROUPS**

GR.19.1 If the **Grid Code Review Panel** has decided not to proceed directly to wider consultation (or where the provisions of GR.18.5 apply), a **Workgroup** will be established by the **Grid Code Review Panel** to assist the **Grid Code Review Panel** in evaluating whether a **Modification** better facilitates achieving the **Grid Code Objectives** and whether a **Workgroup Alternative Grid Code Modification(s)** would, as compared with the **Modification**, better facilitate achieving the **Grid Code Objectives** in relation to the issue or defect identified in the **Modification**.

GR.19.2 A single **Workgroup** may be responsible for the evaluation of more than one **Modification** at the same time, but need not be so responsible.

GR.19.3 A **Workgroup** shall comprise at least five (5) persons (who may be **Panel Members**) selected by the **Grid Code Review Panel** from those nominated by **Users**, the **Citizens Advice** or the **Citizens Advice Scotland** for their relevant experience and/or expertise in the areas forming the subject-matter of the **Modification(s)** to be considered by such **Workgroup** (and the **Grid Code Review Panel** shall ensure, as far as possible, that an appropriate cross-section of representation, experience and expertise is represented on such **Workgroup**) provided that there shall always be at least one member representing **NGET** and if, and only if, the **Grid Code Review Panel** is of the view that a **Modification** is likely to have an impact on the **STC**, the

**Grid Code Review Panel** may invite the **STC** committee to appoint a representative to become a member of the **Workgroup**. A representative of the **Authority** may attend any meeting of a **Workgroup** as an observer and may speak at such meeting.

GR.19.4 The **Code Administrator** shall in consultation with the **Grid Code Review Panel** appoint the chairman of the **Workgroup** who shall act impartially and as an independent chairman.

GR.19.5 The **Grid Code Review Panel** may add further members or the **Workgroup** chairman may add or vary members to a **Workgroup**.

GR.19.6 The **Grid Code Review Panel** may (but shall not be obliged to) replace any member or observer of a **Workgroup** appointed pursuant to GR.19.3 at any time if such member is unwilling or unable for whatever reason to fulfil that function and/or is deliberately and persistently disrupting or frustrating the work of the **Workgroup**.

GR.19.7 The **Grid Code Review Panel** shall determine the terms of reference of each **Workgroup** and may change those terms of reference from time to time as it sees fit.

GR.19.8 The terms of reference of a **Workgroup** must include provision in respect of the following matters:

- (a) those areas of a **Workgroup's** powers or activities which require the prior approval of the **Grid Code Review Panel**;
- (b) the seeking of instructions, clarification or guidance from the **Grid Code Review Panel**, including on the suspension of a **Workgroup Alternative Grid Code Modification(s)** during a **Significant Code Review Phase**;
- (c) the timetable for the work to be done by the **Workgroup**, in accordance with the timetable established pursuant to GR.18.1 (save where GR.18.5 applies); and
- (d) the length of any **Workgroup Consultation**.

In addition, prior to the taking of any steps which would result in the undertaking of a significant amount of work (including the production of draft legal text to modify the **Grid Code** in order to give effect to a **Modification** and/or **Workgroup Alternative Grid Code Modification(s)**, with the relevant terms of reference setting out what a significant amount of work would be in any given case), the **Workgroup** shall seek the views of the **Grid Code Review Panel** as to whether to proceed with such steps and, in giving its views, the **Grid Code Review Panel** may consult the **Authority** in respect thereof.

GR.19.9 Subject to the provisions of this GR.19.9 and unless otherwise determined by the **Grid Code Review Panel**, the **Workgroup** shall develop and adopt its own internal working procedures for the conduct of its business and shall provide a copy of such procedures to the **Panel Secretary** in respect of each **Modification** for which it is responsible. Unless the **Grid Code Review Panel** otherwise determines, meetings of each **Workgroup** shall be open to attendance by a representative of any **User**, (including any **Authorised Electricity Operator**;



**NGET** or a **Materially Affected Party**), the **Citizens Advice**, the **Citizens Advice Scotland** and any person invited by the chairman, and the chairman of a **Workgroup** may invite any such person to speak at such meetings.

GR.19.10 After development by the **Workgroup** of the **Modification**, and (if applicable) after development of any draft **Workgroup Alternative Grid Code Modification(s)**, the **Workgroup** will (subject to the provisions of GR.19.16) consult ("**Workgroup Consultation**") on the **Modification** and, if applicable, on any draft **Workgroup Alternative Grid Code Modification(s)** with:

(a) **Users**; and

(b) such other persons who may properly be considered to have an appropriate interest in it.

GR.19.11 The **Workgroup Consultation** will be undertaken by issuing a **Workgroup Consultation** paper (and its provision in electronic form on the **Website** and in electronic mails to **Users** and such other persons, who have supplied relevant details, shall meet this requirement). Such **Workgroup Consultation** paper will include:

(a) Issues which arose in the **Workgroup** discussions

(b) Details of any draft **Workgroup Alternative Grid Code Modification(s)**

(c) The date proposed by the **Code Administrator** as the **Proposed Implementation Date**.

GR.19.12 **Workgroup Consultation** papers will be copied to **Core Industry Document Owners** and the secretary of the **STC** committee.

GR.19.13 Any **Authorised Electricity Operator**; the **Citizens Advice** or the **Citizens Advice Scotland**, **NGET** or a **Materially Affected Party** may (subject to GR.19.17) raise a **Workgroup Consultation Alternative Request** in response to the **Workgroup Consultation**. Such **Workgroup Consultation Alternative Request** must include:

(a) the information required by GR.15.3(which shall be read and construed so that any references therein to "amendment proposal" or "proposal" shall be read as "request" and any reference to "**Proposer**" shall be read as "requester"); and

(b) sufficient detail to enable consideration of the request including details as to how the request better facilitates the **Grid Code Objectives** than the current version of the **Grid Code**, than the **Modification** and than any draft **Workgroup Alternative Grid Code Modification(s)**.

GR.19.14 The **Workgroup** shall consider and analyse any comments made or any **Workgroup Consultation Alternative Request** made by any **User** (including any **Authorised Electricity Operator**; **NGET** or a **Materially Affected Party**) in response to the **Workgroup Consultation**.

GR.19.15 If a majority of the members of the **Workgroup** or the chairman of the **Workgroup** believe that the **Workgroup Consultation Alternative Request** will better facilitate the **Grid Code Objectives** than the current version of the **Grid Code**, the **Workgroup** shall develop it as

a **Workgroup Alternative Grid Code Modification(s)** or, where the chairman of the **Workgroup** agrees, amalgamate it with one or more other draft **Workgroup Alternative Grid Code Modification(s)** or **Workgroup Consultation Alternative Request(s)**;

GR.19.16 Unless the **Grid Code Review Panel** directs the **Workgroup** otherwise pursuant to GR.19.17, and provided that a **Workgroup Consultation** has been undertaken in respect of the **Modification**, no further **Workgroup Consultation** will be required in respect of any **Workgroup Alternative Grid Code Modification(s)** developed in respect of such **Modification**.

GR.19.17 The **Grid Code Review Panel** may, at the request of the chairman of the **Workgroup**, direct the **Workgroup** to undertake further **Workgroup Consultation(s)**. At the same time as such direction the **Grid Code Review Panel** shall adjust the timetable referred to at GR.18.1(b) and the **Code Administrator** shall be entitled to adjust the timetable referred to at GR.18.1 (c), provided that the **Authority**, after receiving notice, does not object. No **Workgroup Consultation Alternative Request** may be raised by any **User** (including any **Authorised Electricity Operator**; **NGET** or a **Materially Affected Party**) during any second or subsequent **Workgroup Consultation**.

GR.19.18 The **Workgroup** shall finalise the **Workgroup Alternative Grid Code Modification(s)** for inclusion in the report to the **Grid Code Review Panel**.

GR.19.19

(a) Each **Workgroup** chairman shall prepare a report to the **Grid Code Review Panel** responding to the matters detailed in the terms of reference in accordance with the timetable set out in the terms of reference.

(b) If a **Workgroup** is unable to reach agreement on any such matter, the report must reflect the views of the members of the **Workgroup**.

(c) The report will be circulated in draft form to **Workgroup** members and a period of not less than five (5) **Business Days** or if all **Workgroup** members agree three (3) **Business Days** given for comments thereon. Any unresolved comments made shall be reflected in the final report.

GR.19.20 The chairman or another member (nominated by the chairman) of the **Workgroup** shall attend the next **Grid Code Review Panel** meeting following delivery of the report and may be invited to present the findings and/or answer the questions of **Panel Members** in respect thereof. Other members of the **Workgroup** may also attend such **Grid Code Review Panel** meeting.

GR.19.21 At the meeting referred to in GR.19.20 the **Grid Code Review Panel** shall consider the **Workgroup's** report and shall determine whether to:-

(a) refer the proposed **Modification** back to the **Workgroup** for further analysis (in which case the **Grid Code Review Panel** shall determine the timetable and terms of reference to apply in relation to such further analysis); or

(b) proceed then to wider consultation as set out in GR.20; or

(c) decide on another suitable course of action.

GR.19.22 Subject to GR.16.4 if, at any time during the assessment process carried out by the **Workgroup** pursuant to this GR.19, the **Workgroup** considers that a **Modification** or any **Workgroup Alternative Grid Code Modification(s)** falls within the scope of a **Significant Code Review**, it shall consult on this as part of the **Workgroup Consultation** and include its reasoned assessment in the report to the **Grid Code Review Panel** prepared pursuant to GR.19.19. If the **Grid Code Review Panel** considers that the **Modification** or the **Workgroup Alternative Grid Code Modification(s)** falls within the scope of a **Significant Code Review**, it shall consult with the **Authority**. If the **Authority** directs that the **Modification** or **Workgroup Alternative Grid Code Modification(s)** falls within the scope of the **Significant Code Review**, the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** shall be suspended or withdrawn during the **Significant Code Review Phase**, in accordance with GR.16.3.

GR.19.23 The **Proposer** may, at any time prior to the final evaluation by the **Workgroup** (in accordance with its terms of reference and working practices) of that **Modification** against the **Grid Code Objectives**, vary his **Modification** on notice (which may be given verbally) to the chairman of the **Workgroup** provided that such varied **Modification** shall address the same issue or defect originally identified by the **Proposer** in his **Modification**.

GR.19.24 The **Grid Code Review Panel** may (but shall not be obliged to) require a **Modification** to be withdrawn in accordance with GR.17.6 if, in the **Panel's** opinion, the **Proposer** of that **Modification** is deliberately and persistently disrupting or frustrating the work of the **Workgroup** and that **Modification** shall be deemed to have been so withdrawn. In the event that a **Modification** is so withdrawn, the provisions of GR.15.10 shall apply in respect of that **Modification**.

## **GR.20 THE CODE ADMINISTRATOR CONSULTATION**

GR.20.1 In respect of any **Modification** where a **Workgroup** has been established GR.20.2 to GR.20.6 shall apply.

GR.20.2 After consideration of any **Workgroup** report on the **Modification** and if applicable any **Workgroup Alternative Grid Code Modification(s)** by the **Grid Code Review Panel** and a determination by the **Grid Code Review Panel** to proceed to wider consultation, the **Code Administrator** shall bring to the attention of and consult on the **Modification** and if applicable any **Workgroup Alternative Grid Code Modification(s)** with:

(i) **Users**; and

(ii) such other persons who may properly be considered to have an appropriate interest in it, including **Small Participants**, the **Citizens Advice** and the **Citizens Advice Scotland**.

GR.20.3 The consultation will be undertaken by issuing a Consultation Paper (and its provision in electronic form on the **Website** and in electronic mails to **Users** and such other persons, who have supplied relevant details, shall meet this requirement).

GR.20.4 The Consultation Paper will contain:

(a) the proposed drafting for the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** (unless the **Authority** decides none is needed in the **Grid Code Modification Report** under GR.20.5) and will indicate the issues which arose in the **Workgroup** discussions, where there has been a **Workgroup** and will incorporate **NGET's** and the **Grid Code Review Panel's** initial views on the way forward; and

(b) the date proposed by the **Code Administrator** as the **Proposed Implementation Date** and, where the **Workgroup** terms of reference require and the dates proposed by the **Workgroup** are different from those proposed by the **Code Administrator**, those proposed by the **Workgroup**. In relation to a **Modification** that meets the **Self-Governance Criteria**, the **Code Administrator** may not propose an implementation date earlier than the sixteenth (16) **Business Day** following the publication of the **Grid Code Review Panel's** decision to approve or reject the **Modification**. Views will be invited on these dates.

GR.20.5 Where the **Grid Code Review Panel** is of the view that the proposed text to amend the Grid Code for a **Modification** or **Workgroup Alternative Grid Code Modification(s)** is not needed in the **Grid Code Modification Report**, the **Grid Code Review Panel** shall consult (giving its reasons as to why it is of this view) with the **Authority** as to whether the **Authority** would like the **Grid Code Modification Report** to include the proposed text to amend the **Grid Code**. If it does not, no text needs to be included. If it does, and no detailed text has yet been prepared, the **Code Administrator** shall prepare such text to modify the **Grid Code** in order to give effect to such **Modification** or **Workgroup Alternative Grid Code Modification(s)** and shall seek the conclusions of the relevant **Workgroup** before consulting those identified in GR.20.2.

GR.20.6 Consultation Papers will be copied to **Core Industry Document Owners** and the secretary of the **STC** committee.

GR.20.7 In respect of any **Modification** where a **Workgroup** has not been established GR.20.8 to GR.20.11 shall apply.

GR.20.8 After determination by the **Grid Code Review Panel** to proceed to wider consultation, such consultation shall be conducted by the **Code Administrator** on the **Modification** with:

(i) **Users**; and

(ii) such other persons who may properly be considered to have an appropriate interest in it, including **Small Participants**, the **Citizens Advice** and the **Citizens Advice Scotland**.

GR.20.9 The consultation will be undertaken by issuing a Consultation Paper (and its provision in electronic form on the **Website** and in electronic mails to **Users** and such other persons, who have supplied relevant details, shall meet this requirement).

GR.20.10 The Consultation Paper will contain:

(a) the proposed drafting for the **Modification** (unless the Authority decides none is needed in the **Grid Code Modification Report** under GR.20.11) and will incorporate **NGET's** and the **Grid Code Review Panel's** initial views on the way forward; and

(b) the date proposed by the **Code Administrator** as the **Proposed Implementation Date**. Views will be invited on this date.

GR.20.11 Where the **Grid Code Review Panel** is of the view that the proposed text to amend the **Grid Code** for a **Modification** is not needed, the **Grid Code Review Panel** shall consult (giving its reasons to why it is of this view) with the **Authority** as to whether the **Authority** would like the **Grid Code Modification Report** to include the proposed text to amend the **Grid Code**. If it does not, no text needs to be included. If it does, and no detailed text has yet been prepared, the **Code Administrator** shall prepare such text to modify the **Grid Code** in order to give effect to such **Modification** and consult those identified in GR.20.2.

## **GR.21 GRID CODE MODIFICATION REPORT**

GR.21.1 Subject to the **Code Administrator's** consultation having been completed, the **Grid Code Review Panel** shall prepare and submit to the **Authority** a report (the "**Grid Code Modification Report**") in accordance with this GR.21 for each **Modification** which is not withdrawn.

GR.21.2 The matters to be included in a **Grid Code Modification Report** shall be the following (in respect of the **Modification**):

(a) A description of the **Modification** and any **Workgroup Alternative Grid Code Modification(s)**, including the details of, and the rationale for, any variations made (or, as the case may be, omitted) by the **Proposer** together with the views of the **Workgroup**;

(b) the **Panel Members' Recommendation**;

(c) a summary (agreed by the **Grid Code Review Panel**) of the views (including any recommendations) from **Panel Members** in the **Grid Code Review Panel Recommendation Vote** and the conclusions of the **Workgroup** (if there is one) in respect of the **Modification** and of any **Workgroup Alternative Grid Code Modification(s)**;

(d) an analysis of whether (and, if so, to what extent) the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** would better facilitate achievement of the **Grid Code Objective(s)** with a detailed explanation of the **Grid Code Review Panel's** reasons for its assessment, including, where the impact is likely to be material, an assessment of the quantifiable impact of the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** on greenhouse gas emissions, to be conducted in accordance with such

current guidance on the treatment of carbon costs and evaluation of the greenhouse gas emissions as may be issued by the **Authority** from time to time, and providing a detailed explanation of the **Grid Code Review Panel's** reasons for that assessment;

(e) an analysis of whether (and, if so, to what extent) any **Workgroup Alternative Grid Code Modification(s)** would better facilitate achievement of the **Grid Code Objective(s)** as compared with the **Modification** and any other **Workgroup Alternative Grid Code Modification(s)** and the current version of the **Grid Code**, with a detailed explanation of the **Grid Code Review Panel's** reasons for its assessment, including, where the impact is likely to be material, an assessment of the quantifiable impact of the **Workgroup Alternative Grid Code Modification(s)** on greenhouse gas emissions, to be conducted in accordance with such current guidance on the treatment of carbon costs and evaluation of the greenhouse gas emissions as may be issued by the **Authority** from time to time, and providing a detailed explanation of the **Grid Code Review Panel's** reasons for that assessment;

(f) the **Proposed Implementation Date** taking into account the views put forward during the process described at GR.20.4 (b) such date to be determined by the **Grid Code Review Panel** in the event of any disparity between such views and those of the **Code Administrator**;

(g) an assessment of:

(i) the impact of the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** on the **Core Industry Documents** and the **STC**;

(ii) the changes which would be required to the **Core Industry Documents** and the **STC** in order to give effect to the **Modification** and any **Workgroup Alternative Grid Code Modification(s)**;

(iii) the mechanism and likely timescale for the making of the changes referred to in (ii);

(iv) the changes and/or developments which would be required to central computer systems and, if practicable, processes used in connection with the operation of arrangements established under the **Core Industry Documents** and the **STC**;

(v) the mechanism and likely timescale for the making of the changes referred to in (iv);

(vi) an estimate of the costs associated with making and delivering the changes referred to in (ii) and (iv), such costs are expected to relate to: for (ii) the costs of amending the **Core Industry Document(s)** and **STC** and for (iv) the costs of changes to computer systems and possibly processes which are established for the operation of the **Core Industry Documents** and the **STC**. together with an analysis and a summary of representations in relation to such matters, including any made by **Small Participants**, the **Citizens Advice** and the **Citizens Advice Scotland**;

(h) to the extent such information is available to the **Code Administrator**, an assessment of the impact of the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** on **Users** in general (or classes of **Users** in general), including the changes which are likely to be

required to their internal systems and processes and an estimate of the development, capital and operating costs associated with implementing the changes to the **Grid Code** and to **Core Industry Documents** and the **STC**;

(i) copies of (and a summary of) all written representations or objections made by consultees during the consultation in respect of the **Modification** and any **Workgroup Alternative Grid Code Modification(s)** and subsequently maintained;

(j) a copy of any impact assessment prepared by **Core Industry Document Owners** and the **STC** committee and the views and comments of the **Code Administrator** in respect thereof;

(k) whether or not, in the opinion of **NGET**, the **Modification** (or any **Workgroup Alternative Grid Code Modification(s)**) should be made.

GR.21.3 A draft of the **Grid Code Modification Report** will be circulated by the **Code Administrator** to **Users, Panel Members** and such other persons who may properly be considered to have an appropriate interest in it (and its provision in electronic form on the **Website** and in electronic mails to **Users** and **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made thereon. Any unresolved comments made shall be reflected in the final **Grid Code Modification Report**.

GR.21.4 A draft of the **Grid Code Modification Report** shall be tabled at the **Panel Meeting** prior to submission of that **Grid Code Modification Report** to the **Authority** as set in accordance with the timetable established pursuant to GR.18.1 at which the Panel may consider any minor changes to the legal drafting and:

(i) if the change required is a typographical error the **Grid Code Review Panel** may instruct the **Code Administrator** to make the appropriate change and the **Panel Chairman** will undertake the **Grid Code Review Panel Recommendation Vote**; or

(ii) if the change required is not considered to be a typographical error then the **Grid Code Review Panel** may direct the **Workgroup** to review the change. If the **Workgroup** unanimously agree that the change is minor the **Grid Code Review Panel** may instruct the **Code Administrator** to make the appropriate change and the **Panel Chairman** will undertake the **Grid Code Review Panel Recommendation Vote** otherwise the **Code Administrator** shall issue the **Modification** for further **Code Administrator** consultation after which the **Panel Chairman** will undertake the **Grid Code Review Panel Recommendation Vote**.

(iii) if a change is not required after consideration, the **Panel Chairman** will undertake the **Grid Code Review Panel Recommendation Vote**.

GR.21.5 A draft of the **Grid Code Modification Report** following the **Grid Code Modifications Panel Recommendation Vote** will be circulated by the **Code Administrator** to **Panel Members** (and in electronic mails to **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made on whether the **Grid Code Modification Report** accurately reflects the views of the

**Panel Members** as expressed at the **Grid Code Review Panel Recommendation Vote**. Any unresolved comments made shall be reflected in the final **Grid Code Modification Report**.

GR.21.6 Each **Grid Code Modification Report** shall be addressed and furnished to the **Authority** and none of the facts, opinions or statements contained in such **Grid Code Modification Report** may be relied upon by any other person.

GR.21.7 Subject to GR.21.9 to GR.21.13, in accordance with the **Transmission Licence**, the **Authority** may approve the **Modification** or a **Workgroup Alternative Grid Code Modification(s)** contained in the **Grid Code Modification Report** (which shall then be an "**Approved Modification**" until implemented). If the **Authority** believes that neither the **Modification** (nor any **Workgroup Alternative Grid Code Modification(s)**) would better facilitate achievement of the **Grid Code Objectives**, then there will be no approval. In such a case, the **Code Administrator** will notify **Users** and will raise the issue at the next **Grid Code Review Panel** meeting.

GR.21.8 The **Code Administrator** shall copy (by electronic mail to those persons who have supplied relevant details to the **Code Administrator**) the **Grid Code Modification Report** to:

- (i) each **Panel Member**; and
- (ii) any person who may request a copy,

and shall place a copy on the **Website**.

#### GR.21.9 Revised Fixed Proposed Implementation Date

GR.21.9.1 Where the **Proposed Implementation Date** included in a **Grid Code Modification Report** is a **Fixed Proposed Implementation Date** and the **Authority** considers that the **Fixed Proposed Implementation Date** is or may no longer be appropriate or might otherwise prevent the **Authority** from making such decision by reason of the effluxion of time the **Authority** may direct the **Grid Code Review Panel** to recommend a revised **Proposed Implementation Date**.

GR.21.9.2 Such direction may:

- (a) specify that the revised **Proposed Implementation Date** shall not be prior to a specified date;
- (b) specify a reasonable period (taking into account a reasonable period for consultation) within which the **Grid Code Review Panel** shall be requested to submit its recommendation; and
- (c) provide such reasons as the **Authority** deems appropriate for such request (and in respect of those matters referred to in GR.21.9.2 (a) and (b) above).

GR.21.9.3 Before making a recommendation to the **Authority**, the **Grid Code Review Panel** will consult on the revised **Proposed Implementation Date**, and may in addition consult on any matters relating to the **Grid Code Modification Report** which in the **Grid Code Review Panel's** opinion have materially changed since the **Grid Code Modification Report** was submitted to



the **Authority** and where it does so the **Grid Code Review Panel** shall report on such matters as part of its recommendation under **Grid Code** GR.21.9.4, with:

(a) **Users**; and

(b) such other persons who may properly be considered to have an appropriate interest in it.

Such consultation will be undertaken in accordance with **Grid Code** GR.20.3 and GR.20.6.

GR.21.9.4 Following the completion of the consultation held pursuant to **Grid Code** GR.21.9.3 the **Grid Code Review Panel** shall report to the **Authority** with copies of all the consultation responses and recommending a **Revised Proposed Implementation Date**.

GR.21.9.5 The **Authority** shall notify the **Grid Code Review Panel** as to whether or not it intends to accept the **Revised Proposed Implementation Date** and where the **Authority** notifies the **Grid Code Review Panel** that it intends to accept the **Revised Proposed Implementation Date**, the **Revised Proposed Implementation Date** shall be deemed to be the **Proposed Implementation Date** as specified in the **Grid Code Modification Report**.

#### GR.21.10 **Authority Approval**

If:

(a) the **Authority** has not given notice of its decision in respect of a **Grid Code Modification Report** within two (2) calendar months (in the case of an **Urgent Modification**), or four (4) calendar months (in the case of all other **Modifications**) from the date upon which the **Grid Code Modification Report** was submitted to it; or

(b) the **Grid Code Review Panel** is of the reasonable opinion that the circumstances relating to the **Modification** and/or **Workgroup Alternative Grid Code Modification** which is the subject of a **Grid Code Modification Report** have materially changed, the **Grid Code Review Panel** may request the **Panel Secretary** to write to the **Authority** requesting the **Authority** to give an indication of the likely date by which the **Authority's** decision on the **Modification** will be made.

GR.21.11 If the **Authority** determines that the **Grid Code Modification Report** is such that the **Authority** cannot properly form an opinion on the **Modification** and any **Workgroup Alternative Grid Code Modification(s)**, it may issue a direction to the **Grid Code Review Panel**:

(a) specifying the additional steps (including drafting or amending existing drafting associated with the **Modification** and any **Workgroup Alternative Grid Code Modification(s)**), revision (including revision to the timetable), analysis or information that it requires in order to form such an opinion; and

(b) requiring the **Grid Code Modification Report** to be revised and to be resubmitted.

GR.21.12 If a **Grid Code Modification Report** is to be revised and re-submitted in accordance with a direction issued pursuant to GR.21.11, it shall be re-submitted as soon after the

**Authority's** direction as is appropriate, taking into account the complexity, importance and urgency of the **Modification** and any **Workgroup Alternative Grid Code Modification(s)**. The **Grid Code Review Panel** shall decide on the level of analysis and consultation required in order to comply with the **Authority's** direction and shall agree an appropriate timetable for meeting its obligations. Once the **Grid Code Modification Report** is revised, the **Grid Code Review Panel** shall carry out its **Grid Code Review Panel Recommendation Vote** again in respect of the revised **Grid Code Modification Report** and re-submit it to the **Authority** in compliance with GR.21.4 to GR.21.6.

## **GR.22 URGENT MODIFICATIONS**

GR.22.1 If a **Relevant Party** recommends to the **Panel Secretary** that a proposal should be treated as an **Urgent Modification** in accordance with this GR.22, the **Panel Secretary** shall notify the **Panel Chairman** who shall then, in accordance with GR.22.2 (a) to (e) inclusive, and notwithstanding anything in the contrary in these Governance Rules, endeavour to obtain the views of the **Grid Code Review Panel** as to the matters set out in GR.22.3. If for any reason the **Panel Chairman** is unable to do that, the **Panel Secretary** shall attempt to do so (and the measures to be undertaken by the **Panel Chairman** in the following paragraphs shall in such case be undertaken by the **Panel Secretary**).

### GR.22.2

(a) The **Panel Chairman** shall determine the time by which, in his opinion, a decision of the **Grid Code Review Panel** is required in relation to such matters, having regard to the degree of urgency in all circumstances, and references in this GR.22.1 to the "time available" shall mean the time available, based on any such determination by the **Panel Chairman**;

(b) The **Panel Secretary** shall, at the request of the **Panel Chairman**, convene a meeting or meetings (including meetings by telephone conference call, where appropriate) of the **Grid Code Review Panel** in such manner and upon such notice as the **Panel Chairman** considers appropriate, and such that, were practicable within the time available, as many **Panel Members** as possible may attend;

(c) Each **Panel Member** shall be deemed to have consented, for the purposes of GR.8.9. to the convening of such meeting or meetings in the manner and on the notice determined by the **Panel Chairman**. GR.8.10 shall not apply to any such business.

(d) Where:

(i) it becomes apparent, in seeking to convene a meeting of the **Grid Code Review Panel** within the time available, that quorum will not be present; or

(ii) it transpires that the meeting of the **Grid Code Review Panel** is not quorate and it is not possible to rearrange such meeting within the time available The **Panel Chairman** shall endeavour to contact each **Panel Member** individually in order to ascertain such Panel Member's vote, and (subject to GR.22.2 (e)) any matter to be decided shall be decided by a majority of those **Panel Members** who so cast a vote. Where, for whatever reason no decision

is reached, the **Panel Chairman** shall proceed to consult with the **Authority** in accordance with GR.22.5;

(e) Where the **Panel Chairman** is unable to contact a least four **Panel Members** within the time available and where:

(i) It is only **NGET**, who has recommended that the proposal should be treated as an **Urgent Modification**, then those **Panel Members** contacted shall decide such matters, such decision may be a majority decision. Where in such cases no decision is made for whatever reason, the **Panel Chairman** shall proceed to consult with the **Authority** in accordance with GR.22.5; or

(ii) any **User** (including any **Authorised Electricity Operator; NGET** or a **Materially Affected Party**), the **Citizens Advice** or the **Citizens Advice Scotland** has recommended that the proposal should be treated as an **Urgent Modification**, then the **Panel Chairman** may decide the matter (in consultation with those **Panel Members** (if any) which he managed to contact) provided that the **Panel Chairman** shall include details in the relevant **Grid Code Modification Report** of the steps which he took to contact other **Panel Members** first.

GR.22.3 The matters referred to in GR.22.1 are:

(a) whether such proposal should be treated as an **Urgent Modification** in accordance with this GR.22 and

(b) the procedure and timetable to be followed in respect of such **Urgent Modification**.

GR.22.4 The **Panel Chairman** or, in his absence, the **Panel Secretary** shall forthwith provide the **Authority** with the recommendation (if any) ascertained in accordance with GR.22.2 (a) to (e) inclusive, of the **Grid Code Review Panel** as to the matters referred to in GR.22.2, and shall consult the **Authority** as to whether such **Modification** is an **Urgent Modification** and, if so, as to the procedure and timetable which should apply in respect thereof.

GR.22.5 If the **Grid Code Review Panel** has been unable to make a recommendation in accordance with GR.22.2.(d) or GR.22.2(e) as to the matters referred to in GR.22.3 then the **Panel Chairman** or, in his absence, the **Panel Secretary** may recommend whether he considers that such proposal should be treated as an **Urgent Modification** shall forthwith consult the **Authority** as to whether such **Modification** is an **Urgent Modification** and, if so, as to the procedure and timetable that should apply in respect thereof.

GR.22.6 The **Grid Code Review Panel** shall:

(a) not treat any **Modification** as an **Urgent Modification** except with the prior consent of the **Authority**;

(b) comply with the procedure and timetable in respect of any **Urgent Modification** approved by the **Authority**; and

(c) comply with any direction of the **Authority** issued in respect of any of the matters on which the **Authority** is consulted pursuant to GR.22.4 or GR.22.5.

GR.22.7 For the purposes of this GR.22.7, the procedure and timetable in respect of an **Urgent Modification** may (with the approval of the **Authority** pursuant to GR.22.4 or GR.22.5) deviate from all or part of the **Grid Code Modification Procedures** or follow any other procedure or timetable approved by the **Authority**. Where the procedure and timetable approved by the **Authority** in respect of an **Urgent Modification** do not provide for the establishment (or designation) of a **Workgroup** the **Proposer's** right to vary the **Modification** pursuant to GR.15.10 and GR.19.23 shall lapse from the time and date of such approval.

GR.22.8 The **Grid Code Modification Report** in respect of an **Urgent Modification** shall include:

- (a) a statement as to why the **Proposer** believes that such **Modification** should be treated as an **Urgent Modification**;
- (b) any statement provided by the **Authority** as to why the **Authority** believes that such **Modification** should be treated as an **Urgent Modification**;
- (c) any recommendation of the **Grid Code Review Panel** (or any recommendation of the **Panel Chairman**) provided in accordance with GR.22 in respect of whether any **Modification** should be treated as an **Urgent Grid Code Modification Proposal**; and
- (d) the extent to which the procedure followed deviated from the process for **Standard Modifications** (other than the procedures in this GR.22).

GR.22.9 Each **Panel Member** shall take all reasonable steps to ensure that an **Urgent Modification** is considered, evaluated and (subject to the approval of the **Authority**) implemented as soon as reasonably practicable, having regard to the urgency of the matter and, for the avoidance of doubt, an **Urgent Modification** may (subject to the approval of the **Authority**) result in the **Grid Code** being amended on the day on which such proposal is submitted.

GR.22.10 Where an **Urgent Modification** results in an amendment being made in accordance with GR.24, the **Grid Code Review Panel** may or (where it appears to the **Grid Code Review Panel** that there is a reasonable level of support for a review amongst **Users** shall following such amendment, action a **Standing Group** on terms specified by the **Grid Code Review Panel** to consider and report as to whether any alternative amendment could, as compared with such amendment better facilitate achieving the **Grid Code Objectives** in respect of the subject matter of that **Urgent Modification**.

## **GR.23 SELF-GOVERNANCE**

GR.23.1 If the **Grid Code Review Panel**, having evaluated a **Modification** against the **Self-Governance Criteria**, pursuant to GR.17.4, considers that the **Modification** meets the **Self-Governance Criteria**, the **Grid Code Review Panel** shall submit to the **Authority** a **Self-Governance Statement** setting out its reasoning in reasonable detail.

GR.23.2 The **Authority** may, at any time prior to the **Grid Code Review Panel's** determination made pursuant to GR.23.9, give written notice that it disagrees with the **Self-Governance Statement** and may direct that the **Modification** proceeds through the process for **Standard Modifications** set out in GR.18, GR.19, GR.20 and GR.21.

GR.23.3 Subject to GR.23.2, after submitting a **Self-Governance Statement**, the **Grid Code Review Panel** shall follow the procedure set out in GR.18, GR.19 and GR.20.

GR.23.4 The **Authority** may issue a direction to the **Grid Code Review Panel** in relation to a **Modification** to follow the procedure set out for **Modifications** that meet the **Self-Governance Criteria**, notwithstanding that no **Self-Governance Statement** has been submitted or a **Self-Governance Statement** has been retracted and the **Grid Code Review Panel** shall follow the procedure set out in GR.18, GR.19 and GR.20.

GR.23.5 Subject to the **Code Administrator's** consultation having been completed pursuant to GR.20, the **Grid Code Review Panel** shall prepare a report (the "**Grid Code Modification Self-Governance Report**").

GR.23.6 The matters to be included in a **Grid Code Modification Self-Governance Report** shall be the following (in respect of the **Modification**):

- (a) details of its analysis of the **Modification** against the **Self-Governance Criteria**;
- (b) copies of all consultation responses received;
- (c) the date on which the **Grid Code Review Panel Self-Governance Vote** shall take place, which shall not be earlier than seven (7) days from the date on which the **Grid Code Modification Self-Governance Report** is furnished to the **Authority** in accordance with GR.23.7; and
- (d) such other information that is considered relevant by the **Grid Code Review Panel**.

GR.23.7 A draft of the **Grid Code Modification Self-Governance Report** will be circulated by the **Code Administrator** to **Users** and **Panel Members** (and its provision in electronic form on the **Website** and in electronic mails to **Users** and **Panel Members**, who must supply relevant details, shall meet this requirement) and a period of no less than five (5) **Business Days** given for comments to be made thereon. Any unresolved comments made shall be reflected in the final **Grid Code Modification Self-Governance Report**.

GR.23.8 Each **Grid Code Modification Self-Governance Report** shall be addressed and furnished to the **Authority** and none of the facts, opinions or statements contained in such **Grid Code Modification Self-Governance Report** may be relied upon by any other person.

GR.23.9 Subject to GR.23.11, if the **Authority** does not give written notice that its decision is required pursuant to GR.23.2, or if the **Authority** determines that the **Self-Governance Criteria** are satisfied in accordance with GR.23.4, then the **Grid Code Modification Self-Governance Report** shall be tabled at the **Panel Meeting** following submission of that **Grid Code Modification Self-Governance Report** to the **Authority** at which the **Panel Chairman**

will undertake the **Grid Code Review Panel Self-Governance Vote** and the **Code Administrator** shall give notice of the outcome of such vote to the **Authority** as soon as possible thereafter.

GR.23.10 If the **Grid Code Review Panel** vote to approve the **Modification** pursuant to GR.23.9 (which shall then be an “**Approved Grid Code Self-Governance Proposal**”) until implemented), then subject to the appeal procedures set out in GR.23.14 to GR.23.19 the **Modification** may be implemented by **NGET** without the **Authority**’s approval and brought to the attention of **Users** and such other persons as may properly be considered to have an appropriate interest in it.

GR.23.11 The **Grid Code Review Panel** may at any time prior to the **Grid Code Review Panel**’s determination retract a **Self-Governance Statement** subject to GR.23.4, or if the **Authority** notifies the **Grid Code Review Panel** that it has determined that a **Modification** does not meet the **Self-Governance Criteria** the **Grid Code Review Panel** shall treat the **Modification** as a **Standard Modification** and shall comply with GR.21, using the **Grid Code Modification Self-Governance Report** as a basis for its **Grid Code Modification Report**.

GR.23.12 Except where the **Authority** has issued a direction pursuant to GR.23.4, the **Grid Code Review Panel** may remove a **Modification** from the process detailed in this GR.23 before making its determination pursuant to GR.23.9. In that circumstance, the **Modification** shall be treated as a **Standard Modification** and shall proceed through the process for **Standard Modifications** set out in GR.18, GR.19, GR.20 and GR.21.

GR.23.13 The **Code Administrator** shall make available on the **Website** and copy (by electronic mail to those persons who have supplied relevant details to the **Code Administrator**) the **Grid Code Modification Self-Governance Report** prepared in accordance with GR.23 to:

- (i) each **Panel Member**; and
- (ii) any person who may request a copy,

and shall place a copy on the **Website**.

GR.23.14 A **User** (including any **Authorised Electricity Operator**; **NGET** or a **Materially Affected Party**), the **Citizens Advice** or the **Citizens Advice Scotland** may appeal to the **Authority** the approval or rejection by the **Grid Code Review Panel** of a **Modification** and any **Workgroup Alternative Grid Code Modification(s)** in accordance with GR.23.9, provided that the **Panel Secretary** is also notified, and the appeal has been made up to and including fifteen (15) **Business Days** after the **Grid Code Review Panel Self-Governance Vote** has been undertaken pursuant to GR.23.9. If such an appeal is made, implementation of the **Modification** shall be suspended pending the outcome. The appealing **User** (including any **Authorised Electricity Operator**; **NGET** or a **Materially Affected Party**), the **Citizens Advice** or the **Citizens Advice Scotland** must notify the **Panel Secretary** of the appeal when the appeal is made.

GR.23.15 The **Authority** shall consider whether the appeal satisfies the following criteria:

- (a) The appealing party is, or is likely to be, unfairly prejudiced by the implementation or non-implementation of that **Modification** or **Workgroup Alternative Grid Code Modification(s)**; or
- (b) The appeal is on the grounds that, in the case of implementation, the **Modification** or **Workgroup Alternative Grid Code Modification(s)** may not better facilitate the achievement of at least one of the **Grid Code Objectives**; or
- (c) The appeal is on the grounds that, in the case of non-implementation, the **Modification** or **Workgroup Alternative Grid Code Modification(s)** may better facilitate the achievement of at least one of the **Grid Code Objectives**; and
- (d) It is not brought for reasons that are trivial, vexatious or have no reasonable prospect of success

and if the **Authority** considers that the criteria are not satisfied, it shall dismiss the appeal.

GR.23.16 Following any appeal to the **Authority**, a **Modification** or **Workgroup Alternative Grid Code Modification(s)** shall be treated in accordance with any decision and/or direction of the **Authority** following that appeal.

GR.23.17 If the **Authority** quashes the **Grid Code Review Panel**'s determination in respect of a **Modification** or **Workgroup Alternative Grid Code Modification(s)** made in accordance with GR.23.9 and takes the decision on the relevant **Modification** and any **Workgroup Alternative Grid Code Modification(s)** itself, following an appeal to the **Authority**, the **Grid Code Review Panel**'s determination of that **Modification** and any **Workgroup Alternative Grid Code Modification(s)** contained in the relevant **Grid Code Modification Self Governance Report** shall be treated as a **Grid Code Modification Report** submitted to the **Authority** pursuant to GR.21.6 (for the avoidance of doubt, subject to GR.21.9 to GR.21.13) and the **Grid Code Review Panel**'s determination shall be treated as its recommendation pursuant to GR.21.4.

GR.23.18 If the **Authority** quashes the **Grid Code Review Panel**'s determination in respect of a **Modification** or **Workgroup Alternative Grid Code Modification(s)** made in accordance with GR.23.9, the **Authority** may, following an appeal to the **Authority**, refer the **Modification** back to the **Grid Code Review Panel** for further re-consideration and a further **Grid Code Review Panel Self-Governance Vote**.

GR.23.19 Following an appeal to the **Authority**, the **Authority** may confirm the **Grid Code Review Panel**'s determination in respect of a **Modification** or **Workgroup Alternative Grid Code Modification(s)** made in accordance with GR.23.9.

## **GR.24 IMPLEMENTATION**

GR.24.1 The **Grid Code** shall be modified either in accordance with the terms of the direction by the **Authority** relating to, or other approval by the **Authority** of, the **Modification** or any **Workgroup Alternative Grid Code Modification(s)** contained in the relevant **Grid Code Modification Report**, or in respect of **Modifications** or any **Workgroup Alternative Grid Code**

**Modification(s)** that are subject to the determination of the **Grid Code Review Panel** pursuant to GR.23.9, in accordance with the relevant **Grid Code Modification Self-Governance Report** subject to the appeal procedures set out in GR.23.14 to GR.23.19. GR.24.2 The **Code Administrator** shall forthwith notify (by publication on the **Website** and, where relevant details are supplied by electronic mail):

- (a) each **User**;
  - (b) each **Panel Member**;
  - (c) the **Authority**;
  - (d) each **Core Industry Document Owner**,
  - (e) the secretary of the **STC** committee;
  - (f) each **Materially Affected Party**; and
  - (g) the **Citizens Advice** and the **Citizens Advice Scotland**
- of the change so made and the effective date of the change.

GR.24.3 A modification of the **Grid Code** shall take effect from the time and date specified in the direction, or other approval, from the **Authority** referred to in GR.24.1 or, in the absence of any such time and date in the direction or approval, from 00:00 hours on the day falling ten (10) **Business Days** after the date of such direction, or other approval, from the **Authority**. A modification of the **Grid Code** pursuant to GR.23.10 shall take effect, subject to the appeal procedures set out in GR.23.14 to GR.23.19, from the time and date specified by the **Code Administrator** in its notice given pursuant to GR.26.2, which shall be given after the expiry of the fifteen (15) **Business Day** period set out in GR.23.14 to allow for appeals, or where an appeal is raised in accordance with GR.23.14, on conclusion of the appeal in accordance with GR.23.15 or GR.23.19 but where conclusion of the appeal is earlier than the fifteen (15) **Business Day** period set out in GR.23.14, notice shall be given after the expiry of this period.. A modification of the **Grid Code** pursuant to GR.25 shall take effect, from the date specified in the **Grid Code Modification Fast Track Report**.

GR.24.4 A modification made pursuant to and in accordance with GR.24.1 shall not be impaired or invalidated in any way by any inadvertent failure to comply with or give effect to this Section.

GR.24.5 If a modification is made to the **Grid Code** in accordance with the **Transmission Licence** but other than pursuant to the other **Grid Code Modification Procedures** in these **Governance Rules**, the **Grid Code Review Panel** shall determine whether or not to submit the modification for review by a **Standing Group** on terms specified by the **Grid Code Review Panel** to consider and report as to whether any alternative modification could, as compared with such modification better facilitate achieving the **Grid Code Objectives** in respect of the subject matter of the original modification.

Transitional Issues



GR.24.6 Notwithstanding the provisions of GR.24.3, **Modification GC0086** changes the **Grid Code** process for **Modifications** and therefore may affect other **Modifications** which have not yet become **Approved Modifications**. Consequently, this GR.24.6 deals with issues arising out of the implementation of **Modification GC0086**. In particular this deals with which version of the **Grid Code** process for **Modifications** will apply to **Modification(s)** which were already instigated prior to the implementation of **Modification GC0086**.

Any **Modification** in respect of which a **Grid Code Modification Report** has not been sent to the **Authority** prior to the date and time of implementation of **Modification GC0086** is known as an “**Old Modification**”. Any **Modification** in respect of which a **Grid Code Modification Report** has been sent to the **Authority** as at the date and time of implementation of **Modification GC0086** is known as a “**New Modification**”. The **Grid Code** provisions which will apply to any **Old Modification(s)** are the provisions of the **Grid Code** in force immediately prior to the implementation of **GC0086**. The provisions of the **Grid Code** which will apply to any **New Modifications** are the provisions of the **Grid Code** in force from time to time.

## **GR.25 FAST TRACK**

GR.25.1 Where a **Proposer** believes that a modification to the **Grid Code** which meets the **Fast Track Criteria** is required, a **Grid Code Fast Track Proposal** may be raised. In such case the **Proposer** is only required to provide the details listed in GR.15.3 (a), (b), (c), (d), (e) and (k).

GR.25.2 Provided that the **Panel Secretary** receives any modification to the **Grid Code** which the **Proposer** considers to be a **Grid Code Fast Track Proposal**, not less than ten (10) **Business Days** (or such shorter period as the **Panel Secretary** may agree, provided that the **Panel Secretary** shall not agree any period shorter than five (5) **Business Days**) prior to the next **Grid Code Review Panel** meeting, the **Panel Secretary** shall place the **Grid Code Fast Track Proposal** on the agenda of the next **Grid Code Review Panel** meeting, and otherwise, shall place it on the agenda of the next succeeding **Grid Code Review Panel** meeting.

GR.25.3 To facilitate the discussion at the **Grid Code Review Panel** meeting, the **Code Administrator** will circulate a draft of the **Grid Code Modification Fast Track Report** to **Users**, the **Authority** and **Panel Members** (and its provision in electronic form on the **Website** and in electronic mails to **Users**, the **Authority** and **Panel Members**, who must supply relevant details, shall meet this requirement) for comment not less than five (5) **Business Days** ahead of the **Grid Code Review Panel** meeting which will consider whether or not the **Fast Track Criteria** are met and whether or not to approve the **Grid Code Fast Track Proposal**.

GR.25.4 It is for the **Grid Code Review Panel** to decide whether or not a **Grid Code Fast Track Proposal** meets the **Fast Track Criteria** and if it does, to determine whether or not to approve the **Grid Code Fast Track Proposal**.

GR.25.5 The **Grid Code Review Panel's** decision that a **Grid Code Fast Track Proposal** meets the **Fast Track Criteria** pursuant to GR.25.4 must be unanimous.

GR.25.6 The **Grid Code Review Panel's** decision to approve the **Grid Code Fast Track Proposal** pursuant to GR.25.4 must be unanimous.

GR.25.7 If the **Grid Code Review Panel** vote unanimously that the **Grid Code Fast Track Proposal** meets the **Fast Track Criteria** and to approve the **Grid Code Fast Track Proposal** (which shall then be an “**Approved Fast Track Proposal**”) until implemented, or until an objection is received pursuant to GR.25.12), then subject to the objection procedures set out in GR.25.12 the **Grid Code Fast Track Proposal** will be implemented by **NGET** without the **Authority’s** approval. If the **Grid Code Review Panel** do not unanimously agree that the **Modification** meets the **Fast Track Criteria** and/or do not unanimously agree that the **Grid Code Fast Track Proposal** should be made, then the **Panel Secretary** shall, in accordance with GR.15.4A notify the **Proposer** that additional information is required if the **Proposer** wishes the **Modification** to continue.

GR.25.8 Provided that the **Grid Code Review Panel** have unanimously agreed to treat a **Modification** as a **Grid Code Fast Track Proposal** and unanimously approved that **Grid Code Fast Track Proposal**, the **Grid Code Review Panel** shall prepare and approve the **Grid Code Modification Fast Track Report** for issue in accordance with GR.25.11.

GR.25.9 The matters to be included in a **Grid Code Modification Fast Track Report** shall be the following (in respect of the **Grid Code Fast Track Proposal**):

- (a) a description of the proposed modification and of its nature and purpose;
- (b) details of the changes required to the **Grid Code**, including the proposed legal text to modify the **Grid Code** to implement the **Grid Code Fast Track Proposal**;
- (c) details of the votes required pursuant to GR.25.5 and GR.25.6;
- (d) the intended implementation date, from which the **Approved Grid Code Modification Fast Track Proposal** will take effect, which shall be no sooner than fifteen (15) **Business Days** after the date of notification of the **Grid Code Review Panel’s** decision to approve; and
- (e) details of how to object to the **Approved Fast Track Proposal** being made.

GR.25.10 Upon approval by the **Grid Code Review Panel** of the **Grid Code Modification Fast Track Report**, the **Code Administrator** will issue the report in accordance with GR.25.11.

GR.25.11 The **Code Administrator** shall copy (by electronic mail to those persons who have supplied relevant details to the **Code Administrator**) the **Grid Code Modification Fast Track Report** prepared in accordance with GR.25 to:

- (i) each **Panel Member**;
- (ii) the **Authority**; and
- (iii) any person who may request a copy,

and shall place a copy on the **Website**.

GR.25.12 A **User** (including any **Authorised Electricity Operator**; **NGET** or a **Materially Affected Party**), the **Citizens Advice**, the **Citizens Advice Scotland** or the **Authority** may

object to the **Approved Grid Code Fast Track Proposal** being implemented, and shall include with such objection an explanation as to why the objecting person believes that it does not meet the **Fast Track Criteria**. Any such objection must be made in writing (including by email) and be clearly stated to be an objection to the **Approved Grid Code Fast Track Proposal** in accordance with this GR.25 of the **Grid Code** and be notified to the **Panel Secretary** by the date up to and including fifteen (15) **Business Days** after notification of the **Grid Code Review Panel's** decision to approve the **Grid Code Fast Track Proposal**. If such an objection is made the **Approved Grid Code Fast Track Proposal** shall not be implemented. The **Panel Secretary** will notify each **Panel Member** and the **Authority** of the objection. The **Panel Secretary** shall notify the **Proposer**, in accordance with GR.15.4A that additional information is required if the **Proposer** wishes the **Modification** to continue.

## **ANNEX GR.A ELECTION OF USERS' PANEL MEMBERS**

### **Grid Code Review Panel Election Process**

1. The election process has two main elements: nomination and selection.
2. The process will be used to appoint Panel Members in the category of Supplier, Generator, Offshore Transmission Owner and Onshore Transmission Owner.
3. The Code Administrator will publish the Election timetable by [September] in the year preceding the start of each term of office of Panel Members.
4. Each step of the process set out below will be carried out in line with the published timetable.
5. The Code Administrator will establish an Electoral Roll from representatives of parties listed on CUSC Schedule 1 or designated by the Authority as a Materially Affected Party as at 31<sup>st</sup> August in the year preceding the start of each term of office of Panel Members.
6. The Code Administrator will contact parties it considers may be Materially Affected to inform them of the process to become designated as such so that they may be included on the Electoral Roll.
7. The Code Administrator will keep the Electoral Roll up to date.

### **Nomination Process**

8. Each party on the Electoral Roll may nominate a candidate to stand for election for the GCRP.
9. Parties may only nominate a candidate for their own category; a Supplier may nominate a candidate for the Supplier Panel Member seat and a Generator may nominate a candidate for the Generator Panel Member seats. If a party able to nominate a candidate is both a Supplier and a Generator, they may nominate a candidate in each category.
10. The nominating party must complete the nomination form which will be made available by the Code Administrator and return it to the Code Administrator by the stated deadline.
11. The Code Administrator will draw up a list of candidates for each category of election.
12. Where there are fewer candidates than seats available or the same number of candidates as seats available, no election will be required and the nominated candidate(s) will be elected. The Code Administrator will publish a list of the successful candidates on the Grid Code website and circulate the results by email to the Grid Code circulation list.

### **Selection Process**

13. The Code Administrator will send a numbered voting paper to each party on the electoral roll for each of the elections in which they are eligible to vote. The voting paper will contain a list of candidates for each election and will be sent by email.
14. Each eligible party may vote for one [1] candidate for each of the Supplier, Offshore Transmission Owner and Onshore Transmission Owner seats and four [4] candidates for the Generator seats.
15. Panel Members will be elected using the First Past the Post method.
16. In the event of two or more candidates receiving the same number of votes, the Code Administrator will draw lots to decide who is elected.

17. The Code Administrator will publish the results of the election on the Grid Code website and circulate the results by email to the Grid Code circulation list.
18. The Code Administrator will send an Election Report to Ofgem after the election is complete.

## 2 Proposed Legal Text for Alternative Option

- 2.1 This section contains the proposed legal text to give effect to the proposals in the Alternative Option. Changes are proposed to the Constitution and Rules of the Grid Code Review Panel document only.

**CONSTITUTION AND RULES  
OF THE  
GRID CODE REVIEW PANEL**

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# THE CONSTITUTION AND RULES OF THE GRID CODE REVIEW PANEL

## 1 Name

The panel shall be called the Grid Code Review Panel.

## 2 Definitions and Interpretation

2.1 The following words and expressions shall have the following meanings in this Constitution:-

"Chairman" means the person appointed by NGET under Clause 5.1(a) or the person appointed by NGET from time to time under Clause 8.1, all references herein to "the Chairman" shall, where the context so admits, include any person appointed to perform the duties of the Chairman in the absence of the Chairman.

"Code Administration Code of Practice" the code of practice approved by the Authority and:

(a) developed and maintained by the code administrators in existence from time to time;

(b) amended subject to the Authority's approval from time to time; and

(c) re-published from time to time. "Code Administrator" means NGET carrying out the role of Code Administrator in accordance with this Constitution.

"Constitution" means the constitution and rules of the Panel as set out herein and as may be amended from time to time with the approval of the Authority.

"Grid Code" means the grid code drawn up pursuant to Condition C14 of NGET's Transmission Licence, as from time to time revised in accordance with paragraphs 2, 3 and 4 of Condition C14 of NGET's Transmission Licence.

[Grid Code Development Forum \(GCDF\) \[insert description of this....\]](#)

"Member" means a person duly appointed pursuant to Clause 5 to be a member of or the Chairman of the Panel.

"Panel" means the Grid Code Review Panel.

["User" means any party required to comply with the Grid Code](#)

~~"Secretary" means the person appointed by the Code Administrator pursuant to Clause 9.1, and named as such.~~

2.2 Except as otherwise provided herein and unless the context otherwise admits, words and expressions used herein shall have the same meaning as defined in the Grid Code.

2.3 Words importing the singular only also include the plural and vice versa where the context requires. Words importing the masculine only also include the feminine.

2.4 Headings and titles shall not be taken into consideration in the interpretation or construction of the words and expressions used herein.

2.5 These Rules sets out how the Grid Code is to be ~~amended~~ [modified](#) and the procedures set out in these Rules, to the extent that they are dealt with in the Code Administration

Code of Practice, are consistent with the principles contained in the Code Administration Code of Practice. Where inconsistencies or conflicts exist between the Grid Code and/or these Rules and the Code Administration Code of Practice, the Grid Code and/or these Rules shall take precedence.

### 3 Constitution

The Panel is a standing body established and maintained by NGET pursuant to GC.4.1 of the Grid Code.

### 4 Objects

4.1 The objects of the Panel shall be the following objects, and such further objects as may be attributed to the Panel by the Grid Code from time to time:-

4.1.1 to keep the Grid Code and its working under review;

4.1.2 to review all ~~suggestions-proposals~~ for ~~amendments~~ Modifications to the Grid Code which any Member is requested by the Authority or a User or any AEO or any Consumer Representative (or any Relevant Transmission Licensee in respect of PC.6.2, PC Appendix C, CC.6.1, CC.6.2, CC.6.3, OC8 and GC.11), to submit to the ~~Secretary~~Code Administrator for consideration by the Panel from time to time;

4.1.3 to publish recommendations as to ~~amendments~~ modifications to the Grid Code that NGET or the Panel feels are necessary or desirable and the reasons for the recommendations;

4.1.4 to issue guidance in relation to the Grid Code and its implementation, performance and interpretation when asked to do so by any Member on behalf of a User;

4.1.5 to consider what changes are necessary to the Grid Code arising out of any unforeseen circumstances referred to it by NGET under GC.3 of the Grid Code;

4.1.6 to consider and identify changes to the Grid Code to remove any unnecessary differences in the treatment of issues in Scotland from their treatment in England and Wales; and

4.1.7 consider any changes to the Code Administration Code of Practice that the Code Administrator considers appropriate to raise.

### 5 Membership

5.1 The Panel shall consist of:-

(a) a Chairman ~~and up to 4 members~~ appointed by NGET;

~~(b) a person appointed by the Authority; and~~

~~(c)~~ (e) the following members, who shall be non-voting members::

~~(i) 3 persons representing those Generators each having Large Power Stations with a total Registered Capacity in excess of 3GW;~~

~~(ii) a person representing those Generators each having Large Power Stations with a total Registered Capacity of 3GW or less; (iii) 2 persons representing the Network Operators in England and Wales;~~

~~(iv) a person representing the Network Operators in Scotland;~~

~~(v) a person representing Suppliers;~~

~~(vi) a person representing Non-Embedded Customers~~

~~(vii) a person representing the Generators with Small Power Stations and/or Medium Power Stations (other than Generators who also have Large Power Stations);~~

~~(viii) a person representing the BSC Panel;~~

~~(ix) a person representing the Externally Interconnected System Operators;~~

~~(x) a person representing Generators with Novel Units; and~~

~~(xi) 2 persons, representing Relevant Transmission Licensees (in respect of PC.6.2, PC6.3, PC Appendix A, C and E, CC.6.1, CC.6.2, CC.6.3, OC8 and GC.11).~~

(i) the Code Administrator;

(ii) a representative of the Authority;

(iii) a Panel Member as defined in the Balancing and Settlement Code; and

(iv) the chair of the GCDF;

(c) the following members who shall be voting Panel Members:

(i) a representative of NGET;

(ii) two representatives of the Network Operators;

(iii) a representative of Suppliers;

(iv) a representative of the Onshore Transmission Licensees (who may be an NGET employee);

(v) a representative of the Offshore Transmission Licensees;

(vi) four representatives of the Generators;

(v) the Consumer Representative, appointed in accordance with clause 5.2(b);

(vi) the person appointed (if the Authority so decides) by the Authority in accordance with clause 5.2(c).

5.2 ~~If at any time there shall be no Generators with Small Power Stations and/or Medium Power Stations (other than Generators which also have Large Power Stations), the Authority shall be notified by the Chairman and shall have the right, until the next following meeting of the Panel after there shall be one or more Generator with Small Power Stations and/or Medium Power Stations, at any time and from time to time, to appoint a person to be a Member and to remove any person so appointed by it.~~Appointment of Panel Members

(a) Suppliers, Onshore Transmission Licensees, Offshore Transmission Licensees and Generators may appoint Panel Members by election in accordance with the process set out in the Annex.

(b) The Citizens Advice or the Citizens Advice Scotland may appoint one person as a Panel Member representing customers by giving notice of such appointment to the Code Administrator, and may remove and re-appoint by notice.

(c) If in the opinion of the Authority there is a class or category of person (whether or not a User) who have interests in respect of the Grid Code but whose interests:

- (i) are not reflected in the composition of Panel Members for the time being appointed; but
- (ii) would be so reflected if a particular person was appointed as an additional Panel Member, then the Authority may at any time appoint (or re-appoint) that person as a Panel Member by giving notice of such appointment to the Code Administrator but in no event shall the Authority be able to appoint more than one person so that there could be more than one such Panel Member.

5.3 If (other than on re-appointment of a Member or Members appointed by any person or group of persons entitled to so appoint, which is dealt with in ~~paragraph clause~~ 5.5 below) at any time any person or group of persons entitled to appoint a Member or Members shall not have made an appointment(s) and/or shall be in disagreement as to who to appoint, the Chairman shall request the Authority to make such appointment and the Authority shall have the right, until the relevant person or group of persons has decided upon an appointment and notified the Authority accordingly, to appoint a Member or Members on behalf of that person or group of persons, and to remove any person so appointed by it.

5.4 No person other than an individual shall be appointed a Member or his alternate.

5.5 ~~(a) Each Member shall retire automatically at the beginning of the first Panel meeting of each calendar year, but shall be eligible for re-appointment.~~

~~(b) Each person or group of persons entitled to appoint a Member (or a person within such group of persons) may, by notice in writing to the Chairman, indicate its wish to re-appoint the retiring Member or to appoint a new person as a Member in his place.~~

~~(c) Such notifications for re-appointment or appointment must be delivered to the Chairman at least 21 days in advance of that meeting of the Panel from the person or group of persons (or a person within such group of persons) represented by each Member. A notification for re-appointment in respect of an existing Member shall be deemed to be given if no notification is delivered to the Chairman at least 21 days in advance of that meeting of the Panel.~~

~~(d) If only one notification is received for the re-appointment of a Member or appointment of a new person as a Member (or if all notifications received are unanimous), the person named in the notifications(s) will become the Member with effect from the beginning of that meeting of the Panel.~~

~~(e) If more than one notification is received in respect of a Member or a person to become a Member (not being unanimous), the Chairman will within 7 days of receipt of the last of such notifications contact (insofar as he is reasonably able) the group of persons represented by that Member and seek to encourage unanimous agreement between those persons as to the prospective Member. If agreement is reached, then the new person will replace the existing Member, or the existing Member will continue if that is the result of the agreement, with effect from the beginning of that meeting of the Panel.~~

~~(f) If agreement is not reached, the Chairman shall notify the Authority and the Authority shall determine who shall be appointed and notify the Chairman and the relevant persons accordingly. That new person will replace the existing Member, or the existing Member will continue if that is the result of the determination, with effect from the beginning of that meeting of the Panel and shall be deemed to be appointed by the relevant group of persons.~~

~~(g) These provisions shall apply equally to persons or groups of persons entitled to appoint more than one Member, with any necessary changes to reflect that more than one Member is involved.~~

## **6 Alternates**

- 6.1 Each Member shall have the power to appoint any individual to be his alternate and may at his discretion remove an alternate Member so appointed. Any appointment or removal of an alternate Member shall be effected by notice in writing executed by the appointor and delivered to the [SecretaryCode Administrator](#) or tendered at a meeting of the Panel. If his appointor so requests, an alternate Member shall be entitled to receive notice of all meetings of the Panel or of sub-committees or working groups of which his appointor is a member. He shall also be entitled to attend and vote as a Member at any such meeting at which the Member appointing him is not personally present and at the meeting to exercise and discharge all the functions, powers and duties of his appointor as a Member and for the purpose of the proceedings at the meeting the provisions of this Constitution shall apply as if he were a Member.
- 6.2 Every person acting as an alternate Member shall have one vote for each Member for whom he acts as alternate, in addition to his own vote if he is also a Member. Execution by an alternate Member of any resolution in writing of the Panel shall, unless the notice of his appointment provides to the contrary, be as effective as execution by his appointor.
- 6.3 An alternate Member shall ipso facto cease to be an alternate Member if his appointor ceases for any reason to be a Member.
- 6.4 References in this Constitution to a Member shall, unless the context otherwise requires, include his duly appointed alternate.

## **7 Representation and Voting**

- 7.1 The Chairman and each other Member shall be entitled to attend and be heard at every meeting of the Panel. One adviser (or such greater number as the Chairman shall permit) shall be entitled to attend any meeting of the Panel with each Member and shall be entitled to speak at any meeting but shall not be entitled to vote on any issue.
- 7.2 Each Member (including the Chairman) shall be entitled to cast one vote. In the event of an equality of votes, the Chairman shall have a second or casting vote.
- 7.3 Any person or persons entitled to appoint a Member or the Chairman, as the case may be, pursuant to Clause 5 may at any time remove that Member or the Chairman, as the case may be, from office and appoint another person to be a Member or the Chairman, as the case may be, in its place. A person or persons will only have the right to remove from office the Member or the Chairman, as the case may be, that it or they have appointed, and will have no right to remove from office any Member or the Chairman, as the case may be, appointed by another person. Whenever any individual Member or the Chairman changes, the person or group of persons entitled to appoint that Member or the Chairman shall notify the [SecretaryCode Administrator](#) in writing within seven days of the change taking effect.

## **8 The Chairman**

- 8.1 Upon retirement or removal by NGET of the first and each successive Chairman, NGET shall appoint a person to act as Chairman.
- 8.2 NGET may at any time remove the Chairman from office.
- 8.3 The Chairman shall preside at every meeting of the Panel at which he is present. If the Chairman is unable to be present at a meeting, he may appoint an alternate pursuant to

Clause 6.1 to act as Chairman. If neither the Chairman nor any other person appointed to act as Chairman is present within half an hour after the time appointed for holding the meeting, the Members present appointed by NGET, may appoint one of their number to be Chairman of the meeting.

- 8.4 The Chairman, or the person appointed to act as Chairman by the Chairman shall be entitled to cast one vote. Where a Member is acting in the capacity of both Member and Chairman, he shall be entitled to cast one vote as Chairman, in addition to his one vote as Member.

## 9 The Code Administrator ~~and The Secretary~~

9.1 NGET shall establish and maintain a Code Administrator function, which shall carry out the roles referred to below. NGET shall ensure the functions are consistent with the Code Administration Code of Practice.

9.2 The Code Administrator shall in conjunction with other code administrators, maintain, publish, review and (where appropriate) amend from time to time the Code Administration Code of Practice approved by the Authority provided that any amendments to the Code Administration Code of Practice proposed by the Code Administrator are considered by the Panel prior to being raised by the Code Administrator, and any amendments to be made to the Code Administration Code of Practice are approved by the Authority.

~~9.3 The Code Administrator shall have power to appoint and dismiss a Secretary and such other staff for the Panel as it may deem necessary. The Secretary may, but need not be, a Member, but shall not be a Member by virtue only of being Secretary. The Secretary shall have the right to speak at, but, unless a Member, no right to cast a vote at any meeting.~~

9.34 The ~~Secretary's~~ Code Administrator's duties shall ~~also include~~ be to attending to the day to day operation of the Panel and, in particular, to:-

- (i) attend to the requisition of meetings and to serve all requisite notices;
- (ii) maintain a register of names and addresses of Members and the Chairman and alternates as appointed from time to time;
- (iii) ~~maintain a register of names and addresses of persons in each of the groups of persons described in sub-clauses 5.1(c)(i), (ii), (iii) and (vi) and of those persons in the group described in sub-clause 5.1(c)(iv) which are parties to the CUSC Framework Agreement~~ Implement the Grid Code Review Panel election procedure for Panel Members included in clause 5.2(a) and the Annex; and
- (iv) keep minutes of all meetings.

9.54 The ~~Secretary~~ Code Administrator shall make available the registers of names and addresses referred to in sub-clauses 9.32(ii) and (iii) above, for inspection by any Authorised Electricity Operator and/or the Authority between 1000 hours and 1600 hours each Business Day. The ~~Secretary~~ Code Administrator shall provide any Authorised Electricity Operator and/or the Authority with a copy of the said registers within a reasonable period of being requested to do so.

## 10 Meetings

10.1 The Panel shall hold meetings every other month throughout the year or at such other regular scheduled times as it may decide. The normal venue for meetings shall be National Grid House, Warwick.

10.2 The Chairman or any other Member may request the [SecretaryCode Administrator](#) to requisition further meetings by giving 21 days notice to the Secretary. The notice shall be in writing and contain a summary of the business that it is proposed will be conducted. The [SecretaryCode Administrator](#) shall proceed to convene a meeting of the Panel within 7 days of the date of expiry of such notice in accordance with the provisions of Clause 11.

## 11 Notice of Meetings

11.1 All meetings shall be called by the [SecretaryCode Administrator](#) on at least 14 days written notice (exclusive of the day on which it is served and of the day for which it is given), or by shorter notice if so agreed in writing by all Members. ~~If at any time a person has not been appointed as Secretary, or the Secretary is for any reason unable to act, the Chairman shall attend to the requisition of meetings.~~

11.2 The notice of each meeting shall contain the time, date and venue of the meeting, an agenda and a summary of the business to be conducted and shall be given to all Members.

11.3 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by a person entitled to receive notice shall not invalidate the proceedings at that meeting.

11.4 By notice to the [SecretaryCode Administrator](#), any Member can request additional matters to be considered at the meeting and provided such notice is given at least 10 days (exclusive of the day on which it is served and of the day for which it is given) before the date of the meeting, those matters will be included in a revised agenda for the meeting. The [SecretaryCode Administrator](#) shall circulate the revised agenda to each Member as soon as practicable.

## 12 Proceedings at Meetings

12.1 Subject to Clauses 10 and 11, the Panel may meet for the transaction of business, and adjourn and otherwise regulate its meetings, as it thinks fit.

12.2 Seven Members present in person or by their alternates or in accordance with Clause 13.3, shall constitute a quorum.

12.3 If, within half an hour from the time appointed for holding any meeting of the Panel, a quorum is not present, the meeting shall be adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the meeting shall be dissolved.

12.4 Only matters identified in the agenda referred to in Clause 11.2 (or a revised agenda submitted pursuant to Sub-clause 11.4) shall be resolved upon at a meeting.

12.5 All acts done by any meeting of the Panel or of a sub-committee or working group shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of a Member, be as valid as if such person had been duly appointed.

12.6 A resolution put to the vote of a meeting shall be decided by a show of hands.

## 13 Resolutions

13.1 A resolution of the Panel shall be passed by a simple majority of votes cast.

13.2 A resolution in writing ~~signed~~ [agreed](#) by all Members, [including by electronic communication](#), shall be as valid and effective as if it had been passed at a meeting of

the Panel duly convened and held and may consist of several documents in like form each signed by or on behalf of one or more Members.

- 13.3 A meeting of the Panel may consist of a conference between Members who are not all in one place but who are able (directly or by telephonic communication) to speak to each of the others and to be heard by each of the others simultaneously. The word "meeting" shall be construed accordingly.

## 14 Minutes

- 14.1 The [SecretaryCode Administrator](#) shall circulate copies of the minutes of each meeting of the Panel to each Member as soon as practicable (and in any event within ten Business Days) after the relevant meeting has been held.
- 14.2 Each Member shall notify the [SecretaryCode Administrator](#) of his approval or disapproval of the minutes of each meeting within 15 Business Days of receipt of the minutes. A Member who fails to do so will be deemed to have approved the minutes. The approval or disapproval of the minutes aforesaid will not affect the validity of decisions taken by the Panel at the meeting to which the minutes relate.
- 14.3 If the [SecretaryCode Administrator](#) receives any comments on the minutes, he shall circulate revised minutes as soon as practicable following the expiry of the period referred to in Clause 14.2, incorporating those comments which are of a typographical nature and indicating, where necessary, that Members disagree with certain aspects of the minutes. The [SecretaryCode Administrator](#) shall then incorporate those aspects of the minutes upon which there is disagreement, into the agenda for the next following meeting of the Panel, as the first item for resolution.

## 15 Guidance from the Panel

- 15.1 The Panel may at any time, and from time to time, issue guidance in relation to the Grid Code and its implementation, performance and interpretation, and it may establish subcommittees and working groups to carry out such work.

## 16 Sub-Committees ~~and Working Groups~~

- 16.1 The Panel may establish such sub-committees from time to time consisting of such persons as it considers desirable. Each sub-committee shall be subject to such written terms of reference and shall be subject to such procedures as the Panel may determine. The meetings of sub-committees shall so far as possible be arranged so that the minutes of such meetings can be presented to the members in sufficient time for consideration before the next following meeting of the Panel.
- 16.2 The Panel may further establish working groups to advise it on any matter from time to time. Such working groups may consist of Members and/or others as the Panel may determine for the purpose.
- 16.3 Resolutions of sub-committees and working groups shall not have binding effect unless approved by resolution of the Panel.

## 17 Vacation of Office

The office of a Member shall be vacated if:-

- 17.1 he resigns his office by notice delivered to the [SecretaryCode Administrator](#); or
- 17.2 he becomes bankrupt or compounds with his creditors generally; or
- 17.3 he becomes of unsound mind or a patient for any purpose of any statute relating to mental health; or



17.4 he or his alternate fails to attend more than three consecutive meetings of the Panel without submitting an explanation to the Chairman which is reasonably acceptable to the Chairman.

## **18 Members' Responsibilities and Protections**

18.1 In the exercise of its powers and the performance of its duties and responsibilities, the Panel shall have due regard for the need to promote the attainment of the principal objects of the Panel set out in Clause 4.

18.2 In the exercise of its powers and the performance of its duties and responsibilities as a Member, a Member shall represent the interests of that person or persons by whom he is for the time being appointed pursuant to Clause 5, provided that such obligation of representation shall at all times be subordinate to the obligations of the Member as a member of the Panel set out in Clause 18.1.

18.3 Protections:

18.3.1 The Panel, each Member and the [SecretaryCode Administrator](#) shall be entitled to rely upon any communication or document reasonably believed by it or him to be genuine and correct and to have been communicated or signed by the person by whom it purports to be communicated or signed.

18.3.2 The Panel, each Member and the [SecretaryCode Administrator](#) may in relation to any act, matter or thing contemplated by this Constitution act on the opinion or advice of, or any information from, any chartered engineer, lawyer, or expert in any other field, and shall not be liable for the consequences of so acting.

## **19 Panel Members, Subcommittees and Working Group Representatives' addresses**

Each Member [and working group representative](#) shall from time to time communicate his address to the [SecretaryCode Administrator](#) and all notices sent to such address shall be considered as having been duly given.

## **20 Modifications**

20.1 A proposal to modify the Grid Code may be made by any User, AEO, Panel Member and the proposer will retain ownership as provided for in the Code Administration Code of Practice.

20.2 A proposal shall be submitted in writing to the Code Administrator and shall include, as far as possible, the following information:

a. The name of the Proposer (and if applicable the Proposer's representative)

b. A complete but concise description of the defect

c. A concise description of the proposed modification

d. An indication of those parts of the Grid Code that require amending, and the nature of those amendments

e. The opinion of the Proposer on the effect on greenhouse gas emissions, assessed in accordance with the relevant guidance issued by the Authority

f. An indication of the effect of the proposed modification on Core Industry Documents and the STC

g. An indication of the effect, if any, on relevant business systems, equipment and processes of any User or AEO.

20.3 A proposal for a modification that falls within the scope of a Significant Code Review shall not be made during the Significant Code Review , except where the Authority determines that the modification proposal may be made, or otherwise at the direction of the Authority. If a modification proposal is made during a Significant Code Review , the Code Administrator shall (unless exempted by the Authority) notify the Authority as soon as practicable of any representations received in relation to the relevance of the Significant Code Review and the Code Administrator's assessment of whether the proposal falls within the scope of the Significant Code Review and its reasons for that assessment. If the Authority so directs, the Code Administrator shall not proceed with the modification proposal until the Significant Code Review has ended.

20.4 The Code Administrator shall provide assistance insofar as is reasonably practicable and on reasonable request to parties with an interest in the Modification process that request it in relation to the Grid Code, as provided for in the Code Administration Code of Practice, including, but not limited to, assistance with:

- (a) Drafting a Modification;
- (b) Drafting an alternative Modification
- (c) Understanding the operation of the Grid Code;
- (d) Their involvement in, and representation during, the Modification process (including but not limited to Grid Code Review Panel, and/or Workgroup meetings) as required or as described in the Code Administration Code of Practice

## **21 Modification Evaluation**

21.1 Each Modification Proposal will be discussed by the Panel at the earliest opportunity.

21.2 The Proposer or the Proposer's representative will be invited to present the proposed modification to the Panel.

21.3 In relation to each Modification the Panel shall determine how the modification should be progressed. In particular the Panel shall decide if the Modification should progress to industry consultation without delay, or if a Workgroup should be established to consider and progress the Modification.

21.4 By whatever route the Modification progresses, the Panel will ensure that the Proposer's original intent and Modification is not lost through the development of alternatives to the Modification, as described in the Code Administration Code of Practice.

21.5 Where the Panel unanimously agrees that the Modification is of a minor or trivial nature the Modification will be progressed by the Code Administrator for submission to the Authority without delay.

## **22 Workgroups**

22.1 In relation to a Modification the Panel may establish a Workgroup to assist the Panel in evaluating whether a Modification better facilitates achieving the Grid Code Objectives and whether any alternative Modification(s) would, as compared with the Proposer's Modification, better resolve the defects whilst achieving the Grid Code Objectives.

22.2 The Panel shall determine the Terms of Reference of the Workgroup. The Workgroup will be free to suggest amendments to its Terms of Reference for the Panel to agree.

22.3 The Panel will establish a timetable within which the Workgroup will be expected to conclude its work and report back.

22.4 The Panel will select Workgroup members for their relevant experience and/or expertise from nominations from Users, AEOs and Panel Members. The Workgroup will include one member to represent NGET. The Panel will endeavour to ensure that Workgroup members have sufficient knowledge and experience to understand any interactions of the Modification with core industry documents.

22.5 The Panel will agree the appointment of the chairman of the Workgroup.

22.6 The Code Administrator will provide administrative and secretarial services to the Workgroup.

22.7 The Workgroup will be able, with the agreement of the Panel, to consult formally on its work and proposals.

22.8 The Workgroup will ensure that the Proposer's original intent and Modification is not lost through the development of alternatives to the Modification in line with the Code Administration Code of Practice.

22.9 The Workgroup Chairman will be responsible for delivering a report to the Panel on the conclusion of the Workgroup's work. The report will include all alternative modifications identified and as required by the Code Administrator's Code of Practice. Such a report must include the views of Workgroup members to the extent that there is any variation in view on the recommendations, and any material comments or views resulting from any industry consultation(s) undertaken by the Workgroup

## **23 Modification Register**

23.1 The Code Administrator will maintain a register of all Modifications and their status.

23.2 The modification register will be publically available and published on the Website.

## **24 Consultation**

24.1 Where directed by the Panel, the Code Administrator will run a public consultation on matters as so directed.

24.2 Where the consultation is in respect of a modification, the consultation paper will include

- a. details of the proposal,
- b. any relevant working group or Panel discussions or analysis,
- c. the proposers original modification
- d. any alternative proposals developed by the [Panel or] Workgroup
- e. timescale for introduction or changes

24.3 Where the consultation is intended to be the final consultation in relation to a modification that requires changes to the Grid Code legal text, a change tracked copy of the proposed text will be included in the consultation.

24.4 The Panel will determine the appropriate duration of the consultation. The default period for Grid Code Consultations is [30] working days, but the Panel may vary this to suit the circumstances of the Modification. The shortest consultation period to be used in cases of extreme urgency is 5 working days.

## **25 Report to the Authority**

25.1 Where a change is proposed to the Grid Code, the Code Administrator shall prepare a report to submit to the Authority.

25.2 The report will include the following:

- a. A description of the Modification and any alternatives developed by the [Panel or Workgroup];
- b. the Panel Members' Recommendation and a summary of their views;
- c. an analysis of to what extent the Modification and any alternatives would better facilitate the Grid Code Objectives
- d. an analysis of to what extent any alternative Modification(s) would better facilitate the Grid Code Objective as compared with the original Modification and the current version of the Grid Code, with a detailed explanation of the Grid Code Review Panel's reasons for its assessment,;
- e. where the impact is likely to be material, an assessment of the quantifiable impact of the Modification (and any alternative) on greenhouse gas emissions, in accordance with the current appropriate guidance issued by the Authority
- f. any relevant points, including views of WG, Panel Members, and from consultation, related to implementation date.
- g. an assessment of the effect on Core Industry Documents and the STC, and any implications of changes to these.
- h. An assessment of the effect on business systems and processes of Users and AEOs.
- i. copies of (and a summary of) all written representations or objections made by consultees during the consultation in respect of the Modification and any alternatives proposed;
- j. a copy of any impact assessment prepared by Core Industry Document Owners and the STC committee and the views and comments of the Code Administrator in respect thereof;
- k. whether or not, in the opinion of NGET, the Modification or any alternative to it should be made

25.3 A draft of the report shall be reviewed by the Panel at a Panel meeting prior to submission of the report to the Authority. In the case of minor defects, if the Panel unanimously agrees, these can be corrected by the Code Administrator prior to submission.

25.4 If the Authority determines that the Grid Code Modification Report is such that the Authority cannot properly form an opinion on the Modification and any Workgroup Alternative Grid Code Modification(s), it may issue a direction to the Grid Code Review Panel:

- a. specifying the additional steps (including drafting or amending existing drafting associated with the Modification and any alternatives), revision, analysis or information that it requires in order to form such an opinion; and
- b. requiring the Grid Code Modification Report to be revised and to be resubmitted.

## **26 Implementation**

26.1 The Grid Code shall be modified

- a. as directed by the Authority in respect of each Modification Report submitted to the Authority; or
- b. in accordance with the Modification where that Modification meets the self governance criteria

26.2 The effective date will be that as specified in the Modification Report, or such other date as the Authority may specify.

## **27 Urgent Issues**

27.1 Where any User or AEO recommends to the Code Administrator that an issue, including a prospective modification, has arisen that the User or AEO believes requires the Panel's immediate attention or progress immediately, the Code Administrator and Chairman will immediately communicate the issue to Panel Members and the Authority by the most expeditious means.

27.2 The Chairman will determine a timescale relevant to the issue, within which the issue needs to be resolved.

27.3 The Code Administrator will convene a Panel Meeting and where necessary Working Group or Groups. The general procedures of these constitution and rules will be adhered to, although time periods for notice can be foreshortened at the Chairman's discretion to less than one working day, provided all Panel Members are kept informed through telephonic or instantaneous electronic media as appropriate.

## ANNEX GR.A ELECTION OF USERS' PANEL MEMBERS

### Grid Code Modifications Panel Election Process

1. The election process has two main elements: nomination and selection.
2. The process will be used to appoint Panel Members in the category of Supplier, Generator, Offshore Transmission Owner and Onshore Transmission Owner.
3. The Code Administrator will publish the Election timetable by [date] in each election year.
4. Each step of the process set out below will be carried out in line with the published timetable.
5. The Code Administrator will establish an Electoral Roll from representatives of parties listed on CUSC Schedule 1, [recognized trade body](#), or designated by the Authority as a Materially Affected Party as at [date] in each election year.
6. The Code Administrator will keep the Electoral Roll up to date.
- ~~6.7.~~ [The Code Administrator will admit any recognized trade body to the Electoral Roll on request. In case of any doubt re the validity of trade body to participate in the election process, the Code Administrator will refer to the Panel for a decision.](#)

### Nomination Process

- ~~7.8.~~ Each party on the Electoral Roll may nominate a candidate to stand for election for the GCRP.
- ~~8.9.~~ Parties may only nominate a candidate for their own category; a Supplier may nominate a candidate for the Supplier Panel Member seat and a Generator may nominate a candidate for the Generator Panel Member seats. If a party able to nominate a candidate is both a Supplier and a Generator, they may nominate a candidate in each category.
- ~~9.10.~~ The nominating party must complete the nomination form which will be made available by the Code Administrator and return it to the Code Administrator by the stated deadline.
- ~~10.11.~~ The Code Administrator will draw up a list of candidates for each category of election.
- ~~11.12.~~ Where there are fewer candidates than seats available or the same number of candidates as seats available, no election will be required and the nominated candidate(s) will be elected. The Code Administrator will publish a list of the successful candidates on the Grid Code website and circulate the results by email to the Grid Code circulation list.

### Selection Process

- ~~12.13.~~ The Code Administrator will send a [numbered] voting paper to each party on the electoral roll for each of the elections in which they are eligible to vote. The voting paper will contain a list of candidates for each election and will be sent by email.
- ~~13.14.~~ Each eligible party may vote for [1] candidate for each of the Supplier, Offshore Transmission Owner and Onshore Transmission Owner seats and [4] candidates for the Generator seats.
- ~~14.15.~~ Panel Members will be elected using the First Past the Post method.
- ~~15.16.~~ In the event of two or more candidates receiving the same number of votes, the Code Administrator will draw lots to decide who is elected.

- | ~~46.~~17. The Code Administrator will publish the results of the election on the Grid Code website and circulate the results by email to the Grid Code circulation list.
- | ~~47.~~18. The Code Administrator will send an Election Report to Ofgem after the election is complete.