

Uniform Network Code Committee

Independent Gas Transporters Arrangements Document Sub-Committee Terms of Reference

1. Introduction

The Independent Gas Transporter Arrangements Document (IGTAD) Section F (General) provides for the establishment of the “*IGTAD Committee*” to consider matters relating to the IGTAD.

IGTAD Section F7 sets out how the IGTAD Committee is established:

- a) Membership and manner of appointment of members;
- b) Basis of reporting to Uniform Network Code Committee;
- c) Procedures for the conduct of business;
- d) Establishing Sub-committees.

2. Scope of Sub-committee

The following scope for the Sub-Committee is set-out in IGTAD Section F7 and the functions of the IGTAD Committee shall include:

- a) decisions in relation to the admission of a new Independent Gas Transporter under Section F3; or
- b) the withdrawal of an Independent Gas Transporter under Section F4.1; and
- c) the review and modification of the IGTAD Subsidiary Documents.

3. Members and Appointment

- a) IGTAD Committee Voting Members are those nominated by Independent Gas Transporters and Transporters.
- b) Each year a total of up to ten (10) Voting Members will be appointed comprising:
 - i. five (5) persons representing the Transporters, being the members of the UNC Committee from time to time appointed by the Transporters; and Transporters will nominate up to five (5) Voting Members.
 - ii. five (5) persons representing the Independent Gas Transporters appointed by the Independent Networks Association (INA).

The INA will arrange their own nomination process for Independent Gas Transporters and notify the Joint Office prior to 01 October for each nomination year.

Transporters will arrange their own nomination process with up to one (1) Voting Member from each Transporter, (namely: Cadent, National Grid NTS, Northern Gas Networks, Scotia Gas Networks and Wales & West Utilities).

- c) IGTAD Parties, the IGT UNC Code Administrator, and the CDSP may attend meetings of the IGTAD Committee. Other non-IGTAD Parties may attend by invitation only.
- d) The Authority may attend meetings of the IGTAD Committee.

- e) The Transporters shall appoint a person. (who may but need not be a member), from time to time to be Chair of the IGTAD Committee. Where requested by Transporters, the Joint Office of Gas Transporters will chair meetings and provide a secretary.
- f) Any nominated alternate may hold the voting rights of the Voting Member they represent following formal written notification to the Chair or the Joint Office of Gas Transporters of their alternate.
- g) Should a member resign or retire part way through the appointment year, then either Transporters for Transporter members or the INA for Independent Gas Transporter members can nominate a replacement.

4. Basis for Reporting

The IGTAD will report to the Uniform Network Code Committee, following the standard format used by UNC Committees except that:

- a) Minutes of each meeting are made available to Members and other industry parties by publication on the Joint Office of Gas Transporters website.

5. Procedures for the Conduct of Business

Where the Joint Office chairs the meeting, the Code Administrators Code of Practice shall apply wherever possible.

The quorum¹ adopted is at least six (6) Voting Members or their alternates, of which at least two (2) shall be Independent Gas Transporters and two (2) Transporters.

Voting Members are permitted to appoint alternates to attend on their behalf and a single alternate may represent more than one (1) Voting Member. Nominations of alternates should be made to the Chair or Joint Office of Gas Transporters (as appropriate) in writing, or by e-mail, in advance of the meeting and may be on an enduring basis.

Where the meeting is quorate, all decisions shall be by simple majority of Voting Members or their nominated alternate in attendance at the meeting.

IGTAD Section F

7.5 Decisions of the IGTAD Committee

7.5.1 Decisions of the IGTAD Committee shall be made by the affirmative vote of all members present at a validly called meeting of the IGTAD Committee at which at least two (2) members are present, of whom at least one is a member appointed by a Transporter and one is a member appointed by an Independent Gas Transporter (and references to the unanimous decision of the IGTAD Committee shall be construed accordingly).

7.5.2 In respect of any matter in relation to which a unanimous decision is not reached by the IGTAD Committee at a meeting at which such matter is considered, unless the IGTAD Committee decides to defer further consideration of such matter to a later meeting:

- a) any member may (by notice to each Party) require that the matter shall be referred to a director of each of the Parties for determination, in which case the Parties shall ensure that their nominated directors meet to consider the matter; and
- d) if the Parties do not reach a unanimous decision in relation to the matter within 10 Business Days after such notice, any Transporter may determine the matter with Condition A11(18) Approval.

7.5.3 The Parties shall ensure that minutes of the IGTAD Committee's meetings and records of its proceedings are kept and made available to each Representative and each Party.

Standard Agenda

- 1.0 Introduction**
- 2.0 Confirmation of Membership, Apologies for Absence & Record of Alternates**
- 3.0 Review & Approval of Minutes**
- 4.0 IGT Market Entrants and Withdrawals**
- 5.0 IGTAD Subsidiary Document(s)**
- 6.0 UNC / IGT UNC Cross-Code Impacts**
- 7.0 Matters for Committee Attention**
- 8.0 Communication of Key Messages**
- 9.0 Review of Outstanding Action(s)**
- 10.0 Any Other Business**
- 11.0 Diary Planning**