

## **Commission Rules and Procedures**

### **Meetings**

1. The Commission shall meet once a week unless otherwise agreed in particular cases. Usually the meetings shall take place on Wednesday mornings commencing at 9.30am.
2. At each meeting the date of the next meeting will be agreed. There shall be a minimum of one week's notice under normal circumstances. However, meetings can be held at shorter notice if all Commissioners are consulted and a majority of Commissioners so decide, particularly to discuss urgent issues.
3. Two members of the Commission shall form a quorum. The Chairperson of the Commission shall chair the meetings. In the absence of the Chairperson one of the other members, on a rotating basis, shall act as chairperson of the meeting.
4. Directors shall attend and participate in Commission meetings. In exceptional circumstances the Commission may discuss particular issues in closed session. Managers as a group may be invited to the meetings from time to time and individual staff may be invited for discussions on particular items.
5. Papers shall be with Commission through the Chairperson's Office no later than 3.00pm three working days prior to the relevant meeting, unless later circulation is justified by exceptional circumstances.
6. A covering note/memorandum must accompany each paper being submitted to the Commission for decision.

The covering note/memorandum shall contain the following:

1. The decision requested
2. The reason for the decision
3. Who has been consulted both within and without the CER
4. A brief summary of the contents of the paper

7. The Chairperson shall decide on the agenda and circulate it no later than 3.00pm three days prior to the date of the relevant meeting.
8. Decisions shall be taken by simple majority. A member of the Commission who is unable to attend a meeting may cast his/her vote in writing in advance of the meeting on any issue or may if he/she so wishes attend the meeting by telephone or video link as appropriate. Where only one Commissioner is available and it is not possible to obtain the vote of one or more other Commissioners, the single Commissioner may take a decision to publish a consultation paper where the matter is urgent and consultation is considered essential within a short period of time.
9. Where only two members of the Commission are in attendance or voting on an issue, the Chairperson shall have a casting vote. In the absence of the Chairperson the member appointed chairperson of the meeting may not exercise the right of the casting vote.
10. If there is a tied vote the decision shall be postponed until the next meeting unless the Commission considers the matter to be urgent. On the second occasion the Chairperson may exercise his right to use the casting vote if he so wishes where there continues to be a tied vote.
11. Each meeting agenda shall include a standing item where Commissioners and Directors update each other on significant developments since the previous meeting.
12. Minutes of the meetings will be taken and will be available no later than the day following the meeting. They will be taken as the first item on the agenda of the next meeting and if approved will be signed by the Chairperson or the Commissioner acting as chairperson pursuant to Clause 3 above.
13. The Commission shall, in line with these Rules and Procedures, consider and adopt a position with respect to any SEM Matter including consideration of relevant papers, memos, or other material. Any decision as to the exercise of a relevant function of the Commission in relation to SEM Matters, as defined under Section 8A of the Electricity Regulation Act of 1999 as amended, shall be taken on behalf of the Commission by the SEM Committee.

## Approvals

14. The following items in particular will require the approval of the Commission:

- a. The right to go to bid and finally approve all services and/or supplies contracts above the EU Threshold.
- b. All items of capital and operating expenditure which do not have a budget provision in any particular year.
- c. The annual budget, annual report and accounts and levy orders.
- d. The signing of Compulsory Acquisition Orders for gas pipeline wayleaves.
- e. Delegation of the performance of Commission functions in accordance with Paragraph 11 of the Schedule to the Act of 1999.
- f. All decisions except those delegated from time to time pursuant to Paragraph 11 of the Schedule to the Act of 1999.
- g. Promotions and recruitment of staff.

### **General**

- 15.** The Commission shall establish an Audit Committee which shall report regularly to the Commission.
- 16.** The Management Accounts shall be presented every quarter by the Management Accountant.
- 17.** The Commission seal shall be kept by the Chairperson or such other person as he may nominate.

Pursuant to Section 8(5) of the Act of 1999 the seal of the Commission shall, under normal circumstances, be authenticated by the signature of the Chairperson on Authorisations to Construct and on Generating Licences and by the signature of another Commissioner and a member of staff authorised by the Commission to act in that behalf on Licences to Supply and/or Ship, Licences to Transmit or Distribute Gas and Consents to construct gas pipelines. In the absence of the Chairperson another Commissioner may authenticate the seal in accordance with the provisions of Section 8(5).

- 18.** In the absence or unavailability of the Commissioners the provisions of Paragraph 12 of the Schedule to the Act of 1999 in relation to the powers of the Deputy Member of the Commission will apply and shall be exercised in accordance with the terms of the Warrant of Appointment of the Deputy Member of the Commission.
- 19.** Commissioners shall at all times keep the Chairperson fully informed of the business and affairs of the Commission, including those of the SEM Committee, and of all circumstances material to or likely to be material to the business of the Commission.

**20.** The Commission may amend these Rules and Procedures from time to time. Clauses 7, 8 and 9 above shall apply to any proposed amendments.

**21.** Approved by the Commission on 24<sup>th</sup> day of October, 2007.