

**Complete Electricity System Operator Licence** – Subject to Secretary of State decision  
pursuant to section 167 of the Energy Act 2023

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## **Independent System Operator and Planner**

### **Electricity System Operator**

### **Direction and Licence Terms and Conditions**

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**Energy Act 2023**

**DIRECTION**

**of the Secretary of State**

**pursuant to section 167 of the Energy Act 2023**

**[date]**

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## **DIRECTION**

**Pursuant to section 167 of the Energy Act 2023 the Secretary of State gives the following Direction.**

Whereas:

- (a) National Grid Electricity System Operator Limited, company registration number 11014226 (the "Company") holds a licence under section 6(1)(b) of the Electricity Act 1989 (the "Existing Licence").
- (b) The Existing Licence is a pre-commencement transmission licence for the purposes of section 167 of the Energy Act 2023 (the "Energy Act").
- (c) The Secretary of State has consulted the Gas and Electricity Markets Authority and the Company about this Direction.

### **1 Effectiveness**

- 1.1 This Direction has effect if the Secretary of State designates the Company as the Independent System Operator and Planner under section 162(1) of the Energy Act.
- 1.2 In this Direction:
  - (a) the time from which that designation has effect is referred to as the "designation time";
  - (b) "code" means any document maintained in accordance with the conditions of the Existing Licence, and includes any agreement that gives effect to such a document.

### **2 Amendment and treatment of the Existing Licence**

- 2.1 With effect from the designation time, the Existing Licence:
    - (a) has effect as a licence granted to the Company under section 6(1)(da) of the Electricity Act 1989 (the "New Licence");
    - (b) ceases to have effect as a licence treated as granted to the Company under section 6(1)(b) of that Act.
  - 2.2 The New Licence is in the form and includes the terms and conditions set out in the Schedule to this Direction.
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2.3 The cessation of effect of the Existing Licence under clause 2.1(b) is without prejudice to any rights, liabilities or obligations accrued before the designation time under the Existing Licence.

### **3 Continuing Effect**

3.1 Clause 3.2 applies where:

- (a) the New Licence includes a condition (a "new condition") which corresponds to a condition of the Existing Licence (an "existing condition"), and
- (b) under or in accordance with the existing condition:
  - (i) a statement, code or other document was prepared or maintained by the Company,
  - (ii) a direction, consent, derogation, determination, guidance document or other instrument was given, made or issued by the Authority or the Secretary of State, or
  - (iii) any other thing was done by the Company, the Authority or the Secretary of State

(each a "relevant matter") which was in effect immediately before the designation time.

3.2 Where this clause 3.2 applies, the relevant matter has continuing effect after the designation time as if it were prepared, maintained, given, made, issued or done under or in accordance with the new condition, subject (in the case of Clause 3.1((b)(ii)) to any exception or modification specified by the Authority by notice published not later than the date of this Direction.

3.3 The rights, liabilities and obligations of any person in connection with any existing condition, or any code prepared or maintained in accordance with it, that have effect immediately prior to the designation time, have continuing effect in connection with the new condition, or (as the case may be) such code as continuing pursuant to clause 3.2.

Dated: [date]

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[*name*]

an official of the Department of Energy Security and Net Zero  
for and on behalf of the Secretary of State

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**Schedule**

**ELECTRICITY SYSTEM OPERATOR LICENCE**

**treated as granted to**

**NATIONAL GRID ELECTRICITY SYSTEM OPERATOR LIMITED**

**pursuant to section 6(1ZA) of the Electricity Act 1989**

This Licence will have effect on and after the date specified in Part 1 of this Licence in accordance with and subject to the Terms and the Schedule set out in Part 1 and the Conditions set out in Part 2.

[date].

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## **PART 1. TERMS OF THE LICENCE**

1. This licence (the "Licence"), treated as granted under section 6(1ZA) of the Electricity Act 1989 (the "1989 Act"), authorises National Grid Electricity System Operator Limited (the "Licensee") whose registered office is at 1-3 Strand, London, WC2N 5EH to co-ordinate and direct the flow of electricity onto and over transmission systems by means of which the transmission of electricity takes place (the "Authorised Activity"), subject to –
    - (a) the conditions of this Licence set out in Part 2; and
    - (b) the Schedule hereto.
  2. This Licence is subject to transfer, modification or amendment in accordance with the provisions of the 1989 Act or the conditions.
  3. This Licence takes effect from the date the Licensee is designated as the Independent System Operator and Planner pursuant to section 162 of the Energy Act 2023, and, unless revoked by the Gas and Electricity Markets Authority (the "Authority") in accordance with the Schedule, continues until such designation is revoked by notice under section 162(4) of the Energy Act 2023.
  4. This Licence has effect in the National Electricity Transmission System Operator Area which means Great Britain, the territorial sea adjacent to Great Britain and in any Renewable Energy Zone; where, Renewable Energy Zone means an area designated by Order in Council under section 84(4) of the Energy Act 2004.
  5. The provisions of section 109(1) of the 1989 Act (Service of documents) shall have effect as if set out herein and as if for the words "this Act", there were substituted the words "this Licence".
  6. Without prejudice to sections 11 and 23(1) of the Interpretation Act 1978, this Licence (including its Schedule) shall be interpreted and construed in like manner as an Act of Parliament passed after the commencement of the Interpretation Act 1978.
  7. References in this Licence to a provision of any enactment shall be construed, so far as the context permits, as including a reference to the corresponding provision of that other enactment, where after the date of this Licence –
    - (a) the enactment has been replaced or supplemented by another enactment, and
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- (b) such enactment incorporates a corresponding provision in relation to fundamentally the same subject matter.



**Schedule – Terms in respect of revocation**

1. The Authority may at any time revoke the Licence by giving not less than 30 days' notice (24 hours' notice, in the case of a revocation under sub-paragraph [1(e)]) in writing to the Licensee:
    - (a) if any amount payable under Condition F6 (Payments by Licensee to the Authority) is unpaid 30 days after it has become due and remains unpaid for a period of 14 days after the Authority has given the licensee notice that the payment is overdue - provided that no such notice shall be given earlier than the sixteenth day after the day on which the amount payable became due;
    - (b) if the Licensee fails:
      - (i) to comply with a final order (within the meaning of section 25 of the 1989 Act) or with a provisional order (within the meaning of that section) which has been confirmed under that section and (in either case) such failure is not rectified to the satisfaction of the Authority within three months after the Authority has given notice of such failure to the Licensee - provided that no such notice shall be given by the Authority before the expiration of the period within which an application under section 27 of the 1989 Act could be made questioning the validity of the final or provisional order or before the proceedings relating to any such application are finally determined; or
      - (ii) to pay any financial penalty (within the meaning of section 27A of the 1989 Act) by the due date for such payment and such payment is not made to the Authority within three months after the Authority has given notice of such failure to the Licensee – provided that no such notice shall be given by the Authority before the expiration of the period within which an application under section 27E of the 1989 Act could be made questioning the validity or effect of the financial penalty or before the proceedings relating to any such application are finally determined;
    - (c) if the Licensee fails to comply with:
      - (i) an order made by the court under section 34 of the Competition Act 1998;
      - (ii) an order made by the Authority under sections 158 or 160 of the Enterprise Act 2002;
      - (iii) an order made by the Competition and Markets Authority under sections 76, 81, 83, 84 and 161 of the Enterprise Act 2002;
      - (iv) an order made by the Secretary of State under sections 66, 147, 160 or 161 of the Enterprise Act 2002;
    - (d) if the Licensee has ceased to carry on the Authorised Activity;
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- (e) if the Licensee:
    - (i) is unable to pay its debts (within the meaning of section 123(1) or (2) of the Insolvency Act 1986, but subject to paragraphs 2 and 3 of this Schedule) or has any voluntary arrangement proposed in relation to it under section 1 of that Act or enters into any scheme of arrangement (other than for the purpose of reconstruction or amalgamation upon terms and within such period as may previously have been approved in writing by the Authority);
    - (ii) has a receiver (which expression shall include an administrative receiver within the meaning of section 251 of the Insolvency Act 1986) of the whole or any material part of its assets or undertaking appointed;
    - (iii) has an administration order under section 8 of the Insolvency Act 1986 made in relation to it;
    - (iv) passes any resolution for winding-up other than a resolution previously approved in writing by the Authority; or
    - (v) becomes subject to an order for winding-up by a court of competent jurisdiction.
  - 2. For the purposes of sub-paragraph 1(e)(i), section 123(1)(a) of the Insolvency Act 1986 shall have effect as if for "£750" there was substituted "£250,000" or such higher figure as the Authority may from time to time determine by notice in writing to the Licensee.
  - 3. The Licensee shall not be deemed to be unable to pay its debts for the purposes of sub-paragraph 1(e)(i) if any such demand as is mentioned in section 123(1)(a) of the Insolvency Act 1986 is being contested in good faith by the Licensee with recourse to all appropriate measures and procedures or if any such demand is satisfied before the expiration of such period as may be stated in any notice given by the Authority under paragraph 1.
  - 4. In accordance with section 6(8A) of the 1989 Act, the Licensee ceases to hold this Licence if the Licensee ceases to hold a licence under section 7AA of the Gas Act 1986.
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## **PART 2. CONDITIONS OF THE LICENCE**

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## **Section A: Definitions and interpretation**

## **Condition A1 Definitions**

### **Introduction**

A1.1. The purpose of this condition is to set out the defined terms that are used in the conditions of this licence (all of which are capitalised throughout these conditions).

### **Part A: Definitions**

A1.2. In these conditions the following defined terms have the meanings given in the table below.

A1.3. Where it is stated in these conditions that the outputs, delivery dates and allowances are located in another document, the following defined terms also have the meanings given in the table below in that document.

A1.4. Where the table below states that a defined term has the meaning given to it by:

- (a) another condition of this licence;
- (b) a condition of another licence;
- (c) the RIGs;
- (d) the STC;
- (e) the Grid Code;
- (f) the CUSC;
- (g) the BSC;
- (h) the Uniform Network Code;
- (i) the Fuel Security Code;
- (j) a document issued and amended by the Authority by direction in accordance with this licence (any reference to such a document is to that document as amended from time to time unless otherwise specified); or
- (k) an Act of Parliament,

the defined term is to have the meaning given in that provision or document as amended from time to time.

A

AAHDCS Activity	means the activity undertaken by the licensee or any ISOP Affiliate or ISOP Related Undertaking as part of the ISOP Business relating to the implementation, administration and ongoing maintenance of the AAHDCS established pursuant to the Energy Act 2004 (Assistance for Areas with High Distribution Costs) Order 2005.
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AAHDCS Tariff	means the tariff calculated in accordance with Part B, paragraph F8.9 of condition F8 (Assistance for Areas with High Distribution Costs Scheme (AAHDCS)).
Active Power	has the meaning given to that term in the Grid Code.
Administration Allowance	means the amount of the licensee’s revenue allowance for administering the AAHDCS with the value specified in or calculated in accordance with Part A, condition F8 (Assistance for Areas with High Distribution Costs Scheme (AAHDCS)).
Adverse Effects	means any impact on the continued stability of operation of the National Electricity Transmission System including, but not limited to, any effect on the frequency or voltage of the electricity transmitted on all or any part of the National Electricity Transmission System.
Advice Process Document	means a document of that name issued to the licensee by the Secretary of State to provide for guidance and terms for the licensee to provide ISOP Advice in accordance with section 171 of the Energy Act 2023.
Affiliate	means any Holding Company of a person, any Subsidiary of that person, or any Subsidiary of a Holding Company of that person.
Affiliate of the BSCCo	means any Holding Company or Subsidiary of the BSCCo or any Subsidiary of a Holding Company of the BSCCo.
Agency	means the European Union Agency for the Cooperation of Energy Regulators established by Regulation (EC) No 713/2009 as it had effect immediately before IP Completion Day.
Allowed Security Costs	has the meaning given to that term in the Fuel Security Code.



Ancillary Services	<p>means:</p> <p>(a) such services as any Authorised Electricity Operator may be required to have available as ancillary services pursuant to the Grid Code; and</p> <p>(b) such services as any Authorised Electricity Operator or person making Electricity Interconnector transfers may have agreed to have available as being ancillary services pursuant to any agreement made with the Electricity System Operator and which may be offered for purchase by the Electricity System Operator for the purpose of securing stability of operation of the National Electricity Transmission System and the Distribution System of any Authorised Electricity Operator or any system linked to the National Electricity Transmission System by an Electricity Interconnector.</p>
Annual Average Cold Spell Conditions	has the meaning given to the term in the Grid Code.
Applicable Balancing Services	means those services that the Authority has directed the licensee to treat as Applicable Balancing Services.
Applicable Balancing Services Volume Data	means the amount of energy deemed by virtue of the Applicable Balancing Services Volume Data Methodology to have been produced or consumed as a result of delivering Applicable Balancing Services.
Applicable Balancing Services Volume Data Methodology	means a methodology to be used by the licensee to determine what volumes of Applicable Balancing Services are to be taken into account under the BSC for the purposes of determining in whole or in part the Applicable Balancing Services Volume Data in any period, which methodology shall cover each of the

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	Applicable Balancing Services which the licensee buys, sells or acquires at the time at which the methodology is established.
Applicable BSC Objectives	means the objectives set out in condition E1 (Balancing and Settlement Code) paragraph E1.13.
Applicable Connection Charging Objectives	means the Use of System Charging Objectives, as if references therein to the Use of System Charging Methodology were to the Connection Charging Methodology and in addition, the objective (where consistent with the other objectives) of facilitating competition in the carrying out of works for connection to the National Electricity Transmission System.
Applicable CUSC Objectives	means the objectives set out in condition E2 (Connection and Use of System Code (CUSC)) paragraph E2.4.
Applicable Grid Code Objectives	means the objectives set out in condition E3 (Grid Code) paragraph E3.2(b).
Applicable STC Objectives	means the objectives set out in condition E4 (System Operator - Transmission Owner Code) paragraph E4.5.
Application Regulations	means regulations in force at the time of application made pursuant to section 6A of the Electricity Act 1989.
Assessment Period	means the period over which the licensee's performance is assessed by the Authority, as set out in the NESO Performance Arrangements Governance Document.
Asset Disposal	means the disposal of a Relevant Asset, whereby: <ul style="list-style-type: none"> <li>(a) in relation to a Relevant Asset situated in England and Wales, disposal means any sale, gift, exchange, assignment, lease, licence, loan, mortgage, charge or grant of any other encumbrance or the permitting of any encumbrance to subsist or any other disposition;</li> <li>(b) in relation to a Relevant Asset situated in Scotland, disposal means the grant of any disposition, conveyance,</li> </ul>

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	<p>contract of excambion, any lease, assignation, licence, the grant of any right of possession, loan, standard security, floating charge to a third party or the grant of any servitude right, wayleave or any other transaction or event which is capable under any enactment or rule of law of affecting the title to a registered interest in land;</p> <p>(c) in relation to disposal of a Relevant Asset situated in a Renewable Energy Zone any sale, gift, exchange, assignment, lease, licence, loan, mortgage, charge or grant of any other encumbrance or the permitting of any encumbrance to subsist.</p>
Assimilated Law	has the same meaning as that given by section 6(7) of the European Union (Withdrawal) Act 2018.
Assistance Amount	means the amount payable by the licensee to a Relevant Distributor in relation to any Relevant Year made in accordance with Part C, paragraph F8.18 of condition F8 (Assistance for Areas with High Distribution Costs Scheme (AAHDCS)) and with the value specified in or calculated in accordance with paragraph F8.3 of condition F8.
Assistance for Areas with High Distribution Costs Scheme (AAHDCS)	means the scheme established pursuant to the Energy Act 2004 (Assistance for Areas with High Distribution Costs) Order 2005.
Associated TO Agreement	means an agreement between the licensee and another STC Party which is entered into following the licensee's acceptance of a TO Offer from that other STC Party and reflects that TO Offer.

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Associated TO Offer	means a TO Offer which relates either (1) to an offer made by the licensee pursuant to condition E12 (Requirement to offer terms) or condition C11 (Requirements of a Connect and Manage Connection) (as appropriate) or (2) to another TO Offer which relates to an offer made by the licensee pursuant to condition E12 (Requirement to offer terms) or condition C11 (Requirements of a Connect and Manage Connection) (as appropriate).
Authorised Distributor	has the same meaning as in Part 1 of the Electricity Act 1989.
Authorised Electricity Operator	means any person (other than the licensee in its capacity as operator of the National Electricity Transmission System) who is authorised to generate, participate in the transmission of, distribute, or supply electricity or participate in the operation of an Electricity Interconnector and for the purposes of condition B6 (Prohibition on discriminating between users), condition E12 (Requirement to offer terms), and condition E13 (Functions of the Authority) shall include any person who has made an application to be so authorised which application has not been refused and any person transferring electricity to or from the National Electricity Transmission System across any Electricity Interconnector (or who has made an application for use of an Electricity Interconnector which has not been refused).
Authorised Supplier	has the same meaning as in Part 1 of the Electricity Act 1989.
Authority	means the Gas and Electricity Markets Authority established under section 1 of the Utilities Act 2000.
Authority's Website	means <a href="http://www.ofgem.gov.uk">www.ofgem.gov.uk</a>

B

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Backstop Direction	<p>means the direction given by the Authority which requires proposal(s) for modification of the relevant Industry Code and any alternatives to be withdrawn and which causes the Relevant Code Significant Code Review Phase to recommence in accordance with:</p> <ul style="list-style-type: none"> <li>(a) for the purposes of condition E2 (Connection and Use of System Code (CUSC)) only, paragraph E2.21;</li> <li>(b) for the purposes of condition E3 (Grid Code) only, paragraph E3.19;</li> <li>(c) for the purposes of condition E1 (Balancing and Settlement Code) only, paragraph E1.30; and</li> <li>(d) for the purposes of condition E4 (System Operator - Transmission Owner Code) only, paragraph E4.19.</li> </ul>
Bad Debt	<p>means the expense incurred by the licensee when Transmission Network Charges related charges owed to the licensee are not considered recoverable and which crystallises when normal payment terms have been exceeded and the licensee has made all reasonable efforts to collect the debt but is unable to recover the amounts owed.</p>
Balancing and Settlement Arrangements	<p>means the arrangements as set out in paragraph E1.12 of condition E1 (Balancing and Settlement Code (BSC)).</p>
Balancing and Settlement Code (BSC)	<p>means the Balancing and Settlement Code provided for in paragraph E1.3 of condition E1 (Balancing and Settlement Code (BSC)), as from time to time modified in accordance with that condition.</p>
Balancing Costs	<p>means the costs incurred by the licensee to balance the National Electricity Transmission System.</p>

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Balancing Mechanism	means the mechanism for the making and acceptance of offers and bids pursuant to the arrangements contained in the BSC and referred to in paragraph E1.12(a) of condition E1 (Balancing and Settlement Code (BSC)).
Balancing Services	means: <ul style="list-style-type: none"> <li>(a) Ancillary Services;</li> <li>(b) offers and bids made in the Balancing Mechanism;</li> <li>(c) Restoration Services; and</li> <li>(d) other services available to the licensee which serve to assist the licensee in co-ordinating and directing the flow of electricity onto and over the National Electricity Transmission System in accordance with its statutory duties or the conditions of this licence, but shall not include anything provided by a Transmission Licensee pursuant to the STC.</li> </ul>
Balancing Services Adjustment Data Methodology	means a methodology to be used by the licensee to determine what costs and volumes of Relevant Balancing Services are to be taken into account under the BSC for the purposes of determining in whole or in part the Imbalance Price in any period, which methodology must cover each of the kinds of Balancing Services which the licensee buys, sells or acquires, and the mechanisms by which the licensee buys, sells or acquires them, at the time at which the methodology is established.
Balancing Services Annual Report	means a report of that name published by the licensee under paragraph C9.18 of condition C9 (Procurement and use of Balancing Services).
Balancing Services Charges	means charges levied by the licensee in respect of all Electricity Licence Expenditure incurred as part of the ISOP Business.

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Base Interest Rate	means, in respect of any day, the rate per annum which is equal to the base lending rate from time to time of Barclays Bank PLC as at the close of business on the immediately preceding Business Day.
Bilateral Agreement	means a Bilateral Connection Agreement and/or a Bilateral Embedded Generation Agreement.
Bilateral Connection Agreement	means an agreement between the licensee and a CUSC User supplemental to the CUSC relating to a direct connection to the National Electricity Transmission System identifying the relevant connection site and setting out other site-specific details in relation to that connection to the National Electricity Transmission System, including provisions relating to payment of Connection Charges.
Bilateral Embedded Generation Agreement	means an agreement entered into between the licensee and a CUSC User supplemental to the CUSC, relating to a generating station (or other connections provided for in the CUSC) connected to a Distribution System and the use of the National Electricity Transmission System in relation to that generating station (or other connections provided for in the CUSC) identifying the relevant site of connection to the Distribution System and setting out other site specific details in relation to that use of the National Electricity Transmission System.
Board	means the licensee’s board of directors.
BSC Code Administrator	a secretarial or administrative person or body, as specified in the BSC, to perform the role of code administrator.
BSC Framework Agreement	means the agreement of that title, in the form approved by the Secretary of State, by which the BSC is made contractually binding between the parties to that agreement, as from time to time amended with the consent of the Secretary of State.
BSC Panel	a panel body for the BSC, whose functions must include the matters required by condition E1 (Balancing and Settlement Code (BSC)) and as set out in the BSC.

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BSC Party	means any Authorised Electricity Operator which is a party, and (unless the context otherwise requires) any other person which is a party, to the BSC Framework Agreement, other than the licensee and any person which is such a party for the purposes only of administering and/or facilitating the implementation of the BSC.
BSC Significant Code Review Phase	<p>means the period:</p> <p>(a) commencing either:</p> <ul style="list-style-type: none"> <li>(i) on the start date of a Significant Code Review as stated by the Authority; or</li> <li>(ii) on the date the Authority makes a Backstop Direction; and</li> </ul> <p>(b) ending either:</p> <ul style="list-style-type: none"> <li>(i) on the date on which the Authority issues a statement under paragraph E1.26(b) (that no directions will be issued in relation to the BSC); or</li> <li>(ii) if no statement is made under paragraph E1.26(b) or (d), on the date on which the licensee has made a modification proposal in accordance with paragraphs E1.17(b), E1.18(b), and E1.26(a) or the Authority makes a modification proposal under paragraph E1.26(c); or</li> <li>(iii) immediately under paragraph E1.26(c), if neither a statement, a modification proposal or directions are made by the Authority up to and including 28 days from the Authority's publication of its</li> </ul>



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	<p>Significant Code Review conclusions; or</p> <p>(iv) if a statement has been made under paragraph E1.26(d) or a Backstop Direction issued, on the date specified in accordance with paragraph E1.27 of condition E1 (Balancing and Settlement Code (BSC)).</p>
BSCCo	means Elexon Ltd where Elexon fulfils the role of Balancing and Settlement Code Company.
Business Day	means any weekday other than a Saturday on which the banks are open for domestic business in the City of London.
Business Plan	means a plan established and published under Part A of condition G1 (Business Plan).

**C**

Capacity Market (CM)	means the scheme established by the Electricity Capacity Regulations 2014 (as amended) and the Capacity Market Rules (as amended) to which the licensee is the nominated delivery body.
Carbon Intensity	means how much CO <sub>2</sub> emissions are produced per kilowatt hour (kWh) of electricity consumed.
Centralised Strategic Network Plan (CSNP)	means the coordinated strategic plan for long-term development of the electricity and gas transmission systems, including hydrogen and other energy vectors over a 25-year period that identifies the need for delivery of immediate and future infrastructure projects across Great Britain as well as identifying solutions for long and short-term system operability issues.
Charge Restriction Condition	means any condition (including, without limitation, any revenue restriction condition) of this licence which places a monetary limitation on the revenue which may be recovered by the licensee during a given period.

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Charging Methodologies	means: <ul style="list-style-type: none"> <li>(a) the Use of System Charging Methodology established in accordance with condition E10 (Use of System charging and methodology); and/or</li> <li>(b) the Connection Charging Methodology established in accordance with condition E11 (Connection Charging Methodology), as applicable.</li> </ul>
Charging Methodology Forum	means the forum (and related arrangements) established in the manner specified in the CUSC to facilitate meetings between the licensee and any other persons whose interests are materially affected by the applicable Charging Methodologies for the purpose of discussing the further development of the applicable Charging Methodologies, as shall be specified in the CUSC.
Citizens Advice	means the National Association of Citizens Advice Bureaux.
Citizens Advice Scotland	means the Scottish Association of Citizens Advice Bureaux.
Code Arrangements	means the networks codes the licensee is party to.
Code of Practice	means the Code Administration Code of Practice approved by the Authority and: <ul style="list-style-type: none"> <li>(a) developed and maintained by the Relevant Code Administrators from time to time;</li> <li>(b) amended subject to the Authority’s approval from time to time; and</li> <li>(c) re-published from time to time.</li> </ul>
Codes Materially Affected Party	any person or class of persons designated by the Authority for this purpose.

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Commercial Operational Services	means a service provided to the licensee by Transmission Owners or any successor company to each with the purpose of lowering the overall costs associated with the procurement and use of Balancing Services by the licensee above these parties obligations under the licence or the STC.
Commission	means the form of the direction issued by the Secretary of State for the licensee to develop the SSEP, that sets out the scope, timing, inputs, outputs, interaction with wider strategic plans, and governance of the SSEP.
Commissioned	has the meaning given to it in section 11 of the CUSC.
Completion Notice	means a notice given by the licensee to the Authority in relation to an Offshore Transmission System stating that it would be possible to carry on an activity to which section 4(1)(b) of the Electricity Act 1989 applies by making available for use that system.
Compliance Officer	means a competent person with the skills and knowledge appointed to facilitate the licensee's compliance with the Independence Requirements and obligations under condition B1 (Independence Requirements and compliance obligations).
Compliance Report	means a report produced in accordance with Part F of condition B1 (Independence Requirements and compliance obligations).
Connect and Manage Applicant	means a person seeking a Connect and Manage Connection to the National Electricity Transmission System or Distribution System by submitting a Connect and Manage Application to the licensee.
Connect and Manage Application	means an application from a Connect and Manage Applicant for connection to the National Electricity Transmission System or Distribution System or for modification to an existing connection to the National Electricity Transmission System or

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	Distribution System after the Connect and Manage Implementation Date.
Connect and Manage Connection	means the connection or modification of an existing connection to the National Electricity Transmission System or Distribution System of a Connect and Manage Applicant, that is dependent upon completion of Enabling Works but not on completion of Wider Works on the National Electricity Transmission System.
Connect and Manage Derogation	means a temporary derogation, by reference to the Connect and Manage Derogation Criteria, from paragraph E7.2 of condition E7 (Transmission system security standard and quality of service) in respect of Chapter 2 and/or Chapter 4 of the National Electricity Transmission System security and quality of supply standard (or such other standard of planning and operation as the Authority may approve from time to time and with which the licensee may be required to comply) which is necessary to make a Connect and Manage Offer where failure to complete Wider Works before the Connection Date would otherwise render the National Electricity Transmission System non-compliant with such planning and operation standards (the Connect and Manage Derogation to be applicable only until completion of the Wider Works in relation to which the derogation relates).
Connect and Manage Derogation Criteria	means the criteria defined as such in the CUSC.
Connect and Manage Derogation Report	means the report prepared by the licensee in respect of a Connect and Manage Derogation.
Connect and Manage Implementation Date	means the date which the Secretary of State determines to be the Connect and Manage Implementation Date.
Connect and Manage Offer	means an offer from the licensee to a Connect and Manage Applicant for a Connect and Manage Connection pursuant to condition C11 (Requirements of a Connect and Manage Connection).

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Connect and Manage Transferee	means persons who have received or have accepted an Interim Connect and Manage Offer but who have not yet been connected to the National Electricity Transmission System or Distribution System as at the Connect and Manage Implementation Date pursuant to that Interim Connect and Manage Offer.
Connect and Manage Transition Period	means the period ending 6 months after the Connect and Manage Implementation Date.
Connection and Use of System Code (CUSC)	means the Connection and Use of System Code provided for in paragraphs E2.5 and E2.6 of condition E2 (Connection and Use of System Code (CUSC)), as from time to time modified in accordance with that condition.
Connection Charges	means charges made or levied or to be made or levied by the licensee for the carrying out (whether before or after the date on which the licence came into force) of works and provision and installation of electrical plant, electric lines and meters in constructing or modifying entry and exit points on the National Electricity Transmission System together with charges in respect of maintenance and repair of such items in so far as not otherwise recoverable as Use of System Charges and in respect of disconnection and the removal of electrical plant, electric lines and ancillary meters following disconnection, all as more fully described in paragraphs E11.5 and E11.9 of condition E11 (Connection charging methodology), whether or not such charges are annualised.
Connection Charging Methodology	means the principles on which, and the methods by which, for the purposes of achieving the Applicable Connection Charging Objectives, Connection Charges are determined.
Connection Charging Methodology Statement	means the statement produced in accordance with condition E11 (Connection Charging Methodology) of the Electricity System Operator Licence, as modified from time to time.

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Connection Date	means the date on which a Connect and Manage Applicant is connected to or able to use the National Electricity Transmission System or Distribution System in accordance with a Connect and Manage Offer.
Construction Agreement	means an agreement between the licensee and a CUSC User in respect of construction works required on the National Electricity Transmission System and the associated construction works of the CUSC User in relation to a connection to the National Electricity Transmission System or in relation to a generating station connected to a Distribution System, whether for the initial connection or a modification of the connection.
Consumer Prices Index Including Owner Occupiers' Housing Costs (CPIH)	means the consumer prices index including owner occupiers' housing costs (all items) published by the Office for National Statistics.
Consumer Scotland	means the body corporate established by the Consumer Scotland Act 2020, or any successor body.
Contracts for Difference (CfD)	means a contract for difference under Chapter 2 of Part 2 of the Energy Act 2013 (as amended) to which the licensee is the nominated delivery body.
Core Industry Documents	means the documents which: <ul style="list-style-type: none"> <li>(a) in the Secretary of State's opinion are central industry documents associated with the activities of the licensee and Authorised Electricity Operators, the subject matter of which relates to or is connected with the BSC or the Balancing and Settlement Arrangements; and</li> <li>(b) have been so designated by the Secretary of State.</li> </ul>
Correction Amount	means the amount for reconciliation of payments in respect of the AAHDCS with the value as specified in or calculated in accordance with Part A, paragraph F8.6

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	(Assistance for Areas with High Distribution Costs Scheme).
Cost Efficiency Notice	means a notice issued by the Authority to the licensee under Part A of condition F1 (Expenditure and allowed revenue).
Cost Efficiency Plan	means a written submission to the Authority as required in Part A of condition F1 (Expenditure and allowed revenue).
Criteria Regulations	means the Electricity (Criteria for Relevant Electricity Projects) (Transmission) Regulations 2024.
CSNP Guidance	means the document detailing the requirements for the licensee in its development of the CSNP in accordance with condition C17 (Centralised Strategic Network Plan).
CSNP Methodology	means the methodology describing how the licensee will develop the Centralised Strategic Network Plan, approved by the Authority, in accordance with condition C17 (Centralised Strategic Network Plan).
CUSC Code Administrator	A secretarial or administrative person or body, as specified in the CUSC, to perform the role of code administrator.
CUSC Framework Agreement	means the agreement of that title, in the form approved by the Secretary of State, by which the CUSC is made contractually binding between the parties to that agreement, as amended from time to time with the approval of the Secretary of State.
CUSC Panel	a panel body for the CUSC, whose functions must include the matters required by condition E2 (Connection and Use of System Code (CUSC)) and as set out in the CUSC.
CUSC Party	means a party or parties to the CUSC Framework Agreement.
CUSC Significant Code Review Phase	means the period: <ul style="list-style-type: none"> <li>(a) commencing either: <ul style="list-style-type: none"> <li>(i) on the start date of a Significant Code Review as stated by the Authority; or</li> </ul> </li> </ul>

	<ul style="list-style-type: none"><li>(ii) on the date the Authority makes a Backstop Direction; and</li><li>(b) ending either:<ul style="list-style-type: none"><li>(i) on the date on which the Authority issues a statement under paragraph E2.17(b) (that no directions will be issued in relation to the CUSC); or</li><li>(ii) if no statement is made under paragraph E2.17(b) or E2.17(d), on the date on which the licensee has made a modification proposal in accordance with paragraphs E2.10(b), E2.17(a) and E2.23(c)(i), or the Authority makes a modification proposal under paragraph E2.17(b); or</li><li>(iii) immediately under paragraph E2.17(e), if neither a statement, a modification proposal or directions are made by the Authority up to and including 28 days from the Authority's publication of its Significant Code Review conclusions, or</li><li>(iv) if a statement has been made under paragraph E2.17(d) or a Backstop Direction has been made, on the date specified in accordance with paragraph E2.18, of condition E2 (Connection and Use of System Code (CUSC)).</li></ul></li></ul>
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CUSC User	means a CUSC Party other than the licensee.
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D

DAG Data	means the relevant submissions to the Authority under this licence in respect of which the licensee must carry out a Risk Assessment, as specified in the Data Assurance Guidance.
Data Assurance Activity	means, in respect of DAG Data, the activity undertaken by the licensee (or a person nominated by the Authority, as the case may be) to address the risks identified in the Risk Assessment.
Data Assurance Guidance (DAG)	means the document issued by the Authority from time to time pursuant to a direction under condition D5 (Data assurance requirements).
Data Best Practice	means a set of principles referenced to in the Data Best Practice Guidance document.
Data Best Practice Guidance	means the guidance document issued by the Authority in accordance with Part D of condition C3 (Digitalisation).
Day 2 CTA Contract	means a contractual agreement between the licensee and National Grid Plc or its Affiliates or Related Undertakings in respect of costs incurred by National Grid Plc or its Affiliates or Related Undertakings for the delivery of FSO Transition Activities carried on or after FSO Day 1, and which has met the requirements set out in any direction issued by the Authority under condition F10.5.
Defaulting Connection and Use of System Code Party	means a party to the CUSC which has failed to make payments to the licensee in accordance with the requirements of that code.
Demand Side Response	means a commitment by a person to provide an amount of electricity capacity by either reducing the import of electricity or exporting electricity generated (as more fully defined in the Electricity Capacity Regulations 2014).
Developer	has the meaning given to it in regulations made by the Authority under section 6C of the Electricity Act 1989.

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Developer Capacity	has the meaning given to that term in the CUSC.
Developer-Associated Offshore Wider Works	means Offshore Wider Works: (a) which are specified by the licensee in an offer, agreement or variation to the contractual terms made under condition E12 (Requirement to offer terms); and (b) for which the person seeking connection will undertake Preliminary Works and/or construction.
Development Information Objectives	means the objectives as set out in paragraph C12.5 of condition C12 (Production of information about the National Electricity Transmission System).
Digitalisation	means the use of digital technologies to change an organisation’s operating model and provide new revenue or equivalent value-creating opportunities; it is the process of moving to a digital business or organisation.
Digitalisation Action Plan	means a document prepared and published by the licensee in accordance with Part B of condition C3 (Digitalisation).
Digitalisation Strategy	means a document prepared and published by the licensee in accordance with Part A of condition C3 (Digitalisation).
Directly Attributable Costs	means costs relating to the maintenance and management of intellectual property generated through Eligible NIC Projects (whether undertaken by the licensee or any Transmission Licensee or Licensed Distributor), that have not been otherwise funded through Transmission Network Charges or services under special condition 8B (Services treated as Excluded Services) of the Transmission Licence previously held by the licensee as in force on 31 March 2021 or the NIC Funding Mechanism.
Disallowed Expenditure	means revenue received (whether by the licensee or any Transmission Licensee or Licensed Distributor) under the NIC Funding Mechanism, that the Authority determines has not been spent in accordance with the applicable provisions

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	of the NIC Governance Document or the terms of the relevant Project Direction.		
Disapplication Date	means the date proposed by the licensee under a Disapplication Request on and after which the specified Relevant Licence Conditions (or any part or parts of them) would cease to have effect.		
Disapplication Notice	means the notice under condition F9 (Disapplication and suspension of Relevant Licence Conditions) that terminates the application of the Relevant Licence Conditions (or any part or parts of them) specified in that request.		
Disapplication Request	means a request under condition F9 (Disapplication and suspension of Relevant Licence Conditions) to consent to the disapplication of the Relevant Licence Conditions (in whole or in part).		
Disposal	has the meaning given in standard condition 29 (Disposal of Assets) of the Transporter Licence.		
Distribution Code	means any distribution code required to be prepared by a Licensed Distributor pursuant to standard condition 21 (The Distribution Code) of a Distribution Licence and approved by the Authority and revised from time to time with the approval of the Authority.		
Distribution Connection and Use of System Agreement (DCUSA)	means the agreement provided for in standard condition 22 (Distribution Connection and Use of System Agreement) of the Distribution Licence, as modified in accordance with that condition.		
Distribution Licence	means a licence granted or treated as granted under section 6(1)(c) of the Electricity Act 1989.		
Distribution Network	means a gas distribution network as defined with reference to the aggregate of its constituent local distribution zones (as defined in the Uniform Network Code ('LDZs')) in accordance with the table set out below: <table border="1" data-bbox="833 1906 1396 2011" style="margin-left: auto; margin-right: auto;"> <tr> <td>Distribution Network</td> <td>LDZ</td> </tr> </table>	Distribution Network	LDZ
Distribution Network	LDZ		

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	<table border="1"> <tr> <td data-bbox="836 192 1118 297">East of England</td> <td data-bbox="1120 192 1398 297">East Midlands, Eastern</td> </tr> <tr> <td data-bbox="836 300 1118 360">London</td> <td data-bbox="1120 300 1398 360">North Thames</td> </tr> <tr> <td data-bbox="836 362 1118 423">North West</td> <td data-bbox="1120 362 1398 423">North West</td> </tr> <tr> <td data-bbox="836 425 1118 486">West Midlands</td> <td data-bbox="1120 425 1398 486">West Midlands</td> </tr> <tr> <td data-bbox="836 488 1118 593">Northern</td> <td data-bbox="1120 488 1398 593">Northern, North East</td> </tr> <tr> <td data-bbox="836 595 1118 656">Scotland</td> <td data-bbox="1120 595 1398 656">Scotland</td> </tr> <tr> <td data-bbox="836 658 1118 763">Southern</td> <td data-bbox="1120 658 1398 763">South East, Southern</td> </tr> <tr> <td data-bbox="836 766 1118 913">Wales and West</td> <td data-bbox="1120 766 1398 913">Wales North, Wales South, South West</td> </tr> </table>	East of England	East Midlands, Eastern	London	North Thames	North West	North West	West Midlands	West Midlands	Northern	Northern, North East	Scotland	Scotland	Southern	South East, Southern	Wales and West	Wales North, Wales South, South West
East of England	East Midlands, Eastern																
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West Midlands	West Midlands																
Northern	Northern, North East																
Scotland	Scotland																
Southern	South East, Southern																
Wales and West	Wales North, Wales South, South West																
Distribution System	<p>means the system consisting (wholly or mainly) of electric lines owned or operated by an Authorised Distributor and used for the distribution of electricity from Grid Supply Points or Generation Sets or other entry points to the points of delivery to customers or Authorised Electricity Operators or any Transmission Licensee or the ISOP in its capacity as operator of the relevant licensee’s Transmission System or the National Electricity Transmission System and includes any electrical plant, meters and metering equipment owned or operated by such distributor in connection with the distribution of electricity, but must not include any part of the National Electricity Transmission System.</p>																
Distribution System Operator	<p>means a natural or legal person responsible for operating, ensuring the maintenance of and, if necessary, developing the Distribution System in a given area and, where applicable, its interconnections with other systems and for ensuring the long-term ability of the system to meet reasonable demands for the distribution of electricity.</p>																

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DN Operator	means a person who holds a licence granted or treated as granted under section 7 of the Gas Act 1986 in relation to one or more Distribution Networks who is obliged to comply with one or more conditions in standard special conditions Part D of the Transporter Licence.
DSAP Guidance	means the guidance document issued by the Authority in accordance with Part C of condition C3 (Digitalisation).

**E**

Early-Model Tender Exercise	means a tender exercise which relates to a project before the completion of preliminary works, as defined in the Electricity (Criteria for Relevant Electricity Projects) (Transmission) Regulations 2024.
Electricity Capacity Report	means the report prepared by the licensee and defined in Regulation 7 of the Electricity Capacity Regulations 2014.
Electricity Demand	means taking, or being able to take, megawatts (MW) of electricity (Active Power) from the Total Electricity System.
Electricity Directive	means Directive 2009/72/EC of the European Parliament and of the Council of 13 July 2009 concerning common rules for the internal market in electricity and repealing Directive 2003/54/EC as it has effect immediately before IP Completion Day as read with the modifications set out in the Electricity Act 1989.
Electricity Generator	means any person who holds a Generation Licence granted under section 6(1)(a) of the Electricity Act 1989.
Electricity Interconnector	has the meaning given to 'electricity interconnector' in section 4(3E) of the Electricity Act 1989.
Electricity Licence Expenditure	means expenditure the licensee has allocated for recovery through condition F1 (Expenditure and allowed revenue) according to the Total Cost Allocation Methodology.
Electricity Licensee	means a person who holds a licence granted or treated as granted under the Electricity Act 1989.

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Electricity Market Reform (EMR)	means the reform of the electricity market provided for in EMR Legislation.
Electricity Markets	means markets for electricity, including over-the-counter markets and electricity exchanges, markets for the trading of energy, capacity, Balancing Services and Ancillary Services in all timeframes, including forward, day-ahead and intraday markets.
Electricity Network Innovation Strategy	means a document, or suite of documents, published by the Relevant Network Licensees that complies, or together comply, with the requirements of condition C14 (Electricity Network Innovation Strategy).
Electricity Regulation	means Regulation (EU) 2019/943 of the European Parliament and of the Council of 5 June 2019 on the internal market for electricity (recast) as it has effect immediately before IP Completion Day as read with the modifications set out in the SI 2020/1006.
Electricity Storage	means the conversion of electrical energy into a form of energy that can be stored, the storing of that energy, and the subsequent reconversion of that energy back into electrical energy.
Electricity Storage Facility	means a facility where Electricity Storage occurs.
Electricity Supply Licence	means a licence granted or treated as granted under section 6(1)(d) of the Electricity Act 1989.
Electricity System Operator	means a person who holds an Electricity System Operator Licence and who is the ISOP.
Electricity System Operator Licence	means a licence granted or treated as granted under section 6(1)(da) of the Electricity Act 1989.
Electricity System Restoration	means the procedure used to restore power in the event of a Total Shutdown or Partial Shutdown (each as defined in the Grid Code) of the National Electricity Transmission System.
Electricity System Restoration Assurance Framework	means the document of that name prepared by the licensee under Part B of

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	condition C4 (Electricity System Restoration Standard).
Electricity System Restoration Model	means the model used by the licensee to assess the capabilities of the National Electricity Transmission System and provide a range of credible Restoration Times.
Electricity System Restoration Standard	means the target Restoration Time(s) that the Secretary of State directs the licensee to have the capability to meet.
Electricity Ten Year Statement (ETYS)	means the statement prepared by the licensee in accordance with Part A of condition C12 (Production of information about the National Electricity Transmission System).
Eligible NIC Project	means a project undertaken by the licensee or a Transmission Licensee or by a Licensed Distributor that appears to the Authority to satisfy such requirements of the NIC Governance Document as are necessary to enable the project to be funded under the NIC Funding Mechanism.
Eligible SIF Projects	means a project undertaken by the licensee or any Transmission Licensee or by a Licensed Distributor that the Authority assess as satisfying such requirements of the SIF Governance Document as are necessary to enable the project to be funded under the SIF Funding Mechanism.
Embedded Transmission Systems	means a transmission system consisting of plant and equipment that includes relevant offshore lines which forms part of the National Electricity Transmission System by utilising a connection to a Distribution System.
Emergency Processes Assessment	means a report of that name prepared under Part D of condition C7 (Energy resilience and resilience reporting).
EMI Modification Proposal	means a modification proposal reflecting the terms set out in Schedule 1 and Schedule 2 to The Energy Market Investigation (Electricity Transmission Losses) Order 2016.

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EMR Legislation	means Part 2 of the Energy Act 2013 and any secondary legislation or other rules in force pursuant to that Part.
Enabling Works	means the minimum Transmission Reinforcement Works required to be completed on the National Electricity Transmission System to permit the Connect and Manage Applicant access to the National Electricity Transmission System or Distribution System, where such works are defined in the manner provided for in the CUSC and identified in the Construction Agreement.
Energy Resilience Assessment Report	means a report of that name prepared under Part C of condition C7 (Energy resilience and resilience reporting).
Energy System Data	has the meaning given to that term in the Data Best Practice Guidance.
ESO Allowed Revenue	means the total revenue recoverable by the licensee through Balancing Services Charges as is derived in Part C of condition F1.
ETYS Interested Parties	includes Authorised Electricity Operators, potential Offshore Transmission Owners, the Crown Estate, Government bodies and institutions with an interest in the development of the National Electricity Transmission System.
Examiner	means, in relation to the RIGs, a person whose degree of knowledge and experience of the matters that are the subject of the RIGs will enable them to properly carry out and complete the tasks required of them under the terms of their nomination by the Authority pursuant to the provisions of the RIGs.
Existing Offshore Generator	means an Electricity Generator with a generating station located in Offshore Waters that has a Relevant Offshore Agreement for connection via lines of 132kV or above that are wholly or partly in Offshore Waters.
Expenses Policy	means the expenses policy described in condition F7 (Remuneration Policy and Expenses Policy).



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External Expenditure	Means the net expenditure incurred by the licensee in relation to the procurement of Balancing Services, agreements to support the stability of a User System, and payments for Outage Changes and Commercial Operational Services, and which is recoverable through the term EXTEt in Part E of condition F1 (Expenditure and allowed revenue).
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F

Fast Track Self-Governance Criteria	means that a proposal, if implemented: <ul style="list-style-type: none"> <li>(a) would meet the Self-Governance Criteria; and</li> <li>(b) is properly a Housekeeping Modification required as a result of some error or factual change, including but not limited to: <ul style="list-style-type: none"> <li>(i) updating names or addresses listed in the relevant Industry Code;</li> <li>(ii) correcting minor typographical errors;</li> <li>(iii) correcting formatting and consistency errors, such as paragraph numbering; or</li> <li>(iv) updating out of date references to other documents or paragraphs.</li> </ul> </li> </ul>
Final Intragroup Contract Payment	means the final payment to be made for any outstanding costs incurred by National Grid Holdings One plc. under the FSO Transition Intragroup Contract insofar as both the outstanding costs and final payment are in accordance with the requirements of Part A of condition F10 (ISOP implementation funding).
Financial Conduct Authority	means the financial conduct authority established under Part 1A of the Financial Services and Markets Act 2000.

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Financial Handbook	means the document of that name that is published by the Authority and amended from time to time by direction in accordance with the provisions of condition F5 (Financial Model and Handbook) of the Electricity System Operator Licence and condition F4 (Financial Model and Handbook) of the Gas System Planner Licence.
Financial Model	means the model of that name that is published by the licensee under condition F5 (Financial Model and Handbook) and is represented by a workbook in Microsoft Excel® format, or other computer programming language and data as appropriate; and that is used to determine the value of the term ESOART in accordance with the guidance contained in the Financial Handbook.
Financial Year	means a period of 12 months beginning on 1st April of each year and ending on 31st March of the following calendar year.
FSO Day 1	means the date on which the first designation of the Independent System Operator and Planner (ISOP) has effect under the Energy Act 2023.
FSO Day 1 Agreements	means the Day 2 CTA Contract, Leases, the Operational Services Agreement and the Transitional Services Agreement.
FSO Day 1 Deliverables	means the key interim and final delivered outputs from FSO Transition Activities that the licensee and National Grid Holdings One plc needed to achieve to enable the timely and successful establishment of the ISOP, which are time-bound, measurable, and in line with the requirements in the FSO Transition Funding Governance Document.
FSO Day 1 Delivery Schedule	means a document containing the FSO Day 1 Deliverables.
FSO Day 1 Report	means a report produced in accordance with Part C of condition F10 (ISOP implementation funding).

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FSO NG Cost Recovery Principles	means principles and conditions, set by the Authority, to prescribe which costs associated with FSO Transition Activities carried out by National Grid Holdings One plc prior to FSO Day 1 are allowed to be recovered by the licensee following approval by the Authority, as established in the FSO Transition Funding Governance Document.
FSO Transition Activities	means activities carried out by the licensee and/or National Grid Holdings One plc (together with other companies in National Grid plc's group) to: <ul style="list-style-type: none"> <li>(a) separate the licensee's business from National Grid Holdings One plc and other companies in National Grid plc's group;</li> <li>(b) transform the licensee so it has the capabilities, systems and processes needed to perform the roles and responsibilities of the ISOP (including with respect to gas); and</li> <li>(c) support the development of the governance and regulatory arrangements for the ISOP.</li> </ul>
FSO Transition Funding Governance Document	means the document of that name maintained in accordance with Part D of condition F10 (ISOP implementation funding).
FSO Transition Intragroup Contract	means a contract entered into in accordance with Part B of condition F10 (ISOP implementation funding).
Fuel Security Code	means the document of that title designated as such by the Secretary of State as from time to time amended.
Fuel Trading Business	means: <ul style="list-style-type: none"> <li>(a) activities connected with the acquisition and Disposal of gas or electricity in Great Britain;</li> <li>(b) activities connected with the storage of gas at an offshore storage installation or storage cavities in natural strata; or</li> </ul>

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	(c) activities connected with arranging with a Gas Transporter for gas to be introduced into, conveyed by means of or taken out of a pipeline system operated by that Gas Transporter, other than such activities relating to gas or electricity intended for consumption outside Great Britain as are designated for the purposes of this condition by the Authority.
Funding Return	means the total amount (in respect of the licensee, Transmission Licensees and Licensed Distributors) of any amounts arising under paragraph F2.26 of condition F2 (Innovation Funding).
Funding Return Mechanism	means the mechanism that provides for the recovery from the licensee and from Transmission Licensees and Licensed Distributors, in each case to such extent (if any) as may be relevant, of: (a) Halted Project Revenues; (b) Disallowed Expenditure; (c) Returned Royalty Income; and (d) Returned Project Revenues.
Future Energy Pathways	means the range of different, optimal pathways developed by the licensee to decarbonise the UK's electricity and gas system to meet Government net zero targets set out in the Climate Change Act 2008 and associated policies.
Future Energy Pathways Guidance	means the document, developed by the Authority in accordance with condition C15, that sets out guidance for the licensee in developing the Future Energy Pathways.
Future Energy Pathways Methodology	means the analytical and procedural framework developed by the licensee and approved by the Authority which sets out how the licensee will model future supply and demand to develop a range of different, credible pathways.

G

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Gas Interconnector	has the meaning given to 'gas interconnector' in section 5 of the Gas Act 1986.
Gas Licence Expenditure	means expenditure the licensee has allocated for recovery through the term set out in condition F1 (Gas revenue calculations and notification process) of the Gas System Planner Licence which: <ul style="list-style-type: none"> <li>(a) is allocated in accordance with the Total Cost Allocation Methodology;</li> <li>(b) is an amount which is reflective of the expenditure incurred by the licensee in undertaking the functions of the Gas System Planner Licence;</li> <li>(c) excludes any interest, other financing and corporation tax costs; and</li> <li>(d) excludes any costs that the licensee has been allowed under Part C of condition F1 (Expenditure and allowed revenue) of this licence.</li> </ul>
Gas Shipper	has the meaning given to this term in section 7A(11) of the Gas Act 1986.
Gas System Planner Licence	means a licence granted or treated as granted under section 7AA of the Gas Act 1986.
Gas Transporter	has the meaning given to this term in section 7(1) of the Gas Act 1986.
Generation Licence	means a licence granted or treated as granted under section 6(1)(a) of the Electricity Act 1989.
Generation Set	means any plant or apparatus for the production of electricity and shall where appropriate include a generation station comprising more than one generating set.
Great Britain	means the landmass of England and Wales and Scotland, including internal waters.

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Grid Code	means the Grid Code required to be drawn up by the licensee pursuant to condition E3 (Grid Code), as from time to time modified in accordance with that condition.
Grid Code Administrator	A secretarial or administrative person or body, as specified in the Grid Code, to perform the role of code administrator.
Grid Code Panel	a panel body for the Grid Code, whose functions must include the matters required by condition E3 (Grid Code) and as set out in the Grid Code.
Grid Code Party	means any person who is party to the Grid Code.
Grid Code Significant Code Review Phase	<p>means the period:</p> <p>(a) commencing either:</p> <ul style="list-style-type: none"> <li>(i) on the start date of a Significant Code Review as stated by the Authority; or</li> <li>(ii) on the date the Authority makes a Backstop Direction; and</li> </ul> <p>(b) ending either:</p> <ul style="list-style-type: none"> <li>(i) on the date on which the Authority issues a statement that no directions will be issued in relation to the Grid Code; or</li> <li>(ii) if no statement is made under paragraph E3.15(b) or (d), on the date on which the licensee has made a modification proposal in accordance with directions issued by the Authority, or the Authority makes a modification proposal under paragraph E3.15(c); or</li> <li>(iii) immediately under paragraph E3.15(e), if neither a statement, a modification proposal</li> </ul>

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	<p>nor directions are made by the Authority within (and including) 28 days from the Authority’s publication of its Significant Code Review conclusions; or</p> <p>(iv) if a statement has been made under paragraph E3.15(d) or a Backstop Direction has been, on the date specified in accordance with paragraph E3.16,</p> <p>of condition E3 (Grid Code).</p>
Grid Supply Point	<p>means any point at which electricity is delivered from the National Electricity Transmission System to any Distribution System.</p>

H

Halted Project Revenues	<p>means revenues received (whether by the licensee or by any Transmission Licensee and Licensed Distributor) under the NIC Funding Mechanism in respect of an Eligible NIC Project which have not yet been spent, or otherwise committed, at the time that the Authority requires that project to be halted, in accordance with the applicable provisions of the NIC Governance Document or the terms of the relevant Project Direction.</p>
Holding Company	<p>means a holding company within the meaning of section 1159 of the Companies Act 2006.</p>
Housekeeping Modification	<p>means minor changes such as:</p> <ul style="list-style-type: none"> <li>(a) renumbering of paragraphs, capitalising defined terms and deleting transitional provisions that have expired;</li> <li>(b) corrections of evident mistakes including typographical errors, incorrect cross-references and formatting errors; and</li> <li>(c) updates to:</li> </ul>

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	<ul style="list-style-type: none"> <li>(i) version numbers of other documents mentioned in the licence;</li> <li>(ii) the titles of re-enacted legislation; and</li> <li>(iii) names of bodies that have been renamed.</li> </ul>
Housekeeping Modification Working Group	means a working group established for the purposes of considering proposed Housekeeping Modifications under condition A3 (Housekeeping licence modifications).

I

Imbalance Price	means a price, in the BSC, for charging for imbalances as referred to in paragraph E1.12(b)(ii) of condition E1 (Balancing and Settlement Code (BSC)).
Independence Requirements	means the requirements set out in Part A of condition B1 (Independence Requirements and compliance obligations).
Independence Statement	means a statement of that name prepared under Part E of condition B1 (Independence Requirements and compliance obligations).
Independent System Operator and Planner (ISOP)	means the person for the time being designated as the Independent System Operator and Planner under section 162 of the Energy Act 2023 who holds an Electricity System Operator Licence and Gas System Planner Licence.
Indicated Margin	has the same meaning as that given to that term in the Grid Code.
Industry Code	means a multilateral code or agreement created and maintained pursuant to a licence granted by the Authority under section 6 of the Electricity Act 1989 or under sections 7, 7ZA, 7A, 7AA, 7AB, or 7AC of the Gas Act 1986.
Industry Readiness and Preparedness Report	means a report of that name prepared under Part E of condition C7 (Energy resilience and resilience reporting).



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Information Request Notice	means a notice issued by the licensee in accordance with condition D2 (Information requests by the licensee).
Innovation Project	means a project funded by the: <ul style="list-style-type: none"> <li>(a) RIIO-1 Network Innovation Allowance;</li> <li>(b) RIIO-2 Network Innovation Allowance;</li> <li>(c) RIIO-1 Network Innovation Competition;</li> <li>or</li> <li>(d) SIF.</li> </ul>
Interconnected System Operator	means any Authorised Electricity Operator, or any other Transmission System Operator or Distribution System Operator with whose system a Transmission Licensee's Transmission System is connected or with whom the licensee interfaces.
Interconnected TSO	means the operator of any Transmission System outside of the National Electricity Transmission System Operator Area whose Transmission System is connected to the National Electricity Transmission System by one or more Electricity Interconnectors (irrespective of the ownership of those Electricity Interconnectors).
Interconnector Developer	means a person who owns and/or operates an entity participating in, or intending to participate in, activities which require a licence under section 6(1)(e) of the Electricity Act 1989.
Interconnector Licence	means a licence granted or treated as granted under section 6(1)(e) of the Electricity Act 1989.
Interconnector Owner	means the holder for the time being of an Interconnector Licence in relation to which licence the Authority has issued a Section G (Cap and Floor Conditions) Direction and in which Section G remains in effect (whether or not subject to any terms included in the Section G (Cap and Floor Conditions) Direction or to any subsequent variation of its terms, to which the licensee may be subject).

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Interim Connect and Manage Offer	means an offer for connection from the licensee pursuant to the interim connect and manage framework in place between May 2009 and the Connect and Manage Implementation Date.
Internal Expenditure	means the net expenditure incurred by the licensee in order to carry out the ISOP Business (excluding External Expenditure) and which is recoverable by the licensee through the term INTET in Part D of condition F1 (Expenditure and allowed revenue).
Intervention Plan	means a document or set of documents (which may be in a suitably secure electronic format) established in accordance with Part B of condition F4 (Assets and resources).
IP Completion Day	has the same meaning as that given in section 39(1) of the European Union (Withdrawal Agreement) Act 2020.
ISOP Advice	means advice, analysis or information provided by the ISOP in accordance with section 171 of the Energy Act 2023.
ISOP Affiliate	means any Subsidiary of the licensee.
ISOP Associate	means an ISOP Affiliate or ISOP Related Undertaking in which the licensee holds shares or other investments.
ISOP Business	means any business or activities that are: (a) the ISOP's functions (as described in section 161(2) of the Energy Act 2023); (b) exercisable in connection with the ISOP's functions; and/or (c) any business or activity to which the Authority has given its consent in Writing.
ISOP Information Request Statement	means the statement prepared by the licensee and approved by the Authority in accordance with Part B of condition D2 (Information requests by the licensee).
ISOP Regulatory Asset Value	means the final amount of the regulatory asset value calculated for the licensee under the Transmission Licence it held immediately prior to the designation of the ISOP and this licence coming into effect, as calculated in line with the guidance and closeout methodologies in the Financial Handbook.

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ISOP Related Undertaking	means any Undertaking in which the licensee has a Participating Interest.
ISOP Working Capital Facility	means a financing agreement between Government and the ISOP to allow for short term financing of working capital requirements.

J

K

L

Late Payments	means payments required to be made by Authorised Suppliers and not received by the licensee by the due date specified in any invoice issued by the licensee in relation to same pursuant to Part B, of condition F8 (Assistance for Areas with High Distribution Costs Scheme).
Late-Model Tender Exercise	means a tender exercise which relates to a project after the completion of preliminary works, as defined in The Electricity (Criteria for Relevant Electricity Projects) (Transmission) Regulations 2024.
Leases	means the leases and associated documents entered into pursuant to the Independent System Operator and Planner Transfer Scheme made pursuant to paragraph 1 of Schedule 9 of the Energy Act 2023.
Legacy Revenues	means an adjustment to Balancing Services Charge to reflect outstanding revenues allowed under the version of special conditions of the Transmission Licence held by the licensee, immediately prior to the designation of the ISOP and this licence coming into effect, and which has the value specified in the Financial Model.
Licence Fee Proportion	means the appropriate proportion of the costs attributable to the licensee in accordance with principles determined by the Authority for the purposes of this condition generally (after consultation with the licensee and others likely to be affected by the application of those principles) and notified to the licensee.

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Licensed Distributor	means any holder of a Distribution Licence.
M	
Major National Electricity Transmission System Reinforcements	has the meaning set out in the NOA methodology approved by the Authority under paragraph C13.6(a) of condition C13 (the Network Options Assessment process and reporting requirements).
Material Investments	<p>means any action that could reasonably be considered as a commitment by the licensee to incur a level of expenditure that goes substantially beyond the typical values incurred by the licensee through its day-to-day decision-making in respect of carrying out the ISOP Business, considering also the relative size of the expenditure (over the full period of the commitment) compared to the licensee’s typical level of total expenditure in a Regulatory Year. This includes but is not limited to:</p> <ul style="list-style-type: none"> <li>(a) expenditure on major capital projects, such as: <ul style="list-style-type: none"> <li>(i) the creation of new information technology systems;</li> <li>(ii) major rebuilds or upgrades to information technology systems;</li> <li>(iii) major renovation to existing control centres on the National Electricity Transmission System;</li> <li>(iv) the development of new control centres on the National Electricity Transmission System; and</li> </ul> </li> <li>(b) long term agreements for Balancing Services that commit to a substantial level of costs over multiple Regulatory Years.</li> </ul>
Maximum Revenue	means the revenue calculated in accordance with the formula set out in Part

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	B of condition F3 (Recovery of transmission network revenues).
Meter Reading Services	means the retrieval and verification of meter reading data from gas meters, the inspection of the meter from which data is retrieved and the delivery of such data to any relevant person for the purpose of data processing, other than in relation to meter readings that a Gas Transporter obtains on its own behalf for the purpose of securing the efficient and economical physical operation of its pipeline system
Meter-Related Services	means the provision, installation, commissioning, inspection, repairing, alteration, repositioning, removal, renewal and maintenance of the whole or part of the Supply Meter Installation as defined in Section M, paragraph 1.2 of the Network Code of National Gas Transmission, as at 01 July 2018, as defined within amended standard condition 8 (Provision and Return of Meters) of National Gas Transmission plc's Transporter Licence on that date.
Minister of the Crown	has the meaning given to that term in section 8(1) of the Ministers of the Crown Act 1975.

N

National Demand	has the meaning given to the term in the Grid Code.
National Electricity Transmission System	means the system consisting (wholly or mainly) of high voltage electric lines owned or operated by Transmission Licensees, or operated by the licensee, within Great Britain, in the territorial sea adjacent to Great Britain and in any Renewable Energy Zone and used for the transmission of electricity from one generating station to a sub-station or to another generating station or between sub-stations or to or from any Electricity Interconnector and includes any electrical plant or meters owned or operated by any Transmission Licensee or the licensee within Great Britain, in the territorial sea adjacent to Great Britain and in any

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	Renewable Energy Zone in connection with the transmission of electricity.
National Electricity Transmission System Operator Area	means the area by that name as set out in the terms of the ISOP's Electricity System Operator Licence.
National Transmission System	means the National Transmission System as defined in the Uniform Network Code.
Needs Case	in the context of Developer-Associated Offshore Wider Works means the economic case for such works in the context of the benefit to be obtained or likely in the future to be obtained for users of the National Electricity Transmission System.
NESO Business Plan Guidance	means the document developed and published by the Authority in accordance with Part D of condition G1 (Business Plan).
NESO Performance Arrangements Governance Document	means a document developed and published by the Authority in accordance with Part B of condition G2 (Performance reports and assessment).
Network Access Policy (NAP)	means a policy to facilitate efficient performance and effective liaison between the licensee and Transmission Owners in relation to the planning, management, and operation of the National Electricity Transmission System for the benefit of consumers.
Network Innovation Interested Parties	include, but are not limited to: the Engineering and Physical Sciences Research Council; the Department for Energy Security and Net Zero; Innovate UK and their successor bodies; a Transmission Licensee or a Licensed Distributor not regulated through the RIIO model.

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Network Need	has the meaning given to that term in the Criteria Regulations.
Network Operator	has the meaning given to that term in the Grid Code.
Network Options Assessment (NOA)	means the network planning processes and publications described in condition C13 (The Network Options Assessment (NOA) process and reporting requirements).
NIA	means the network innovation allowance provided by condition F2 (Innovation funding).
NIC	means the network innovation competition provided by condition F2 (Innovation funding).
NIC Funding	means the total amount of funding authorised by the Authority for the licensee, Transmission Licensees and Licensed Distributors, in accordance with the provisions of the NIC Governance Document, for the purpose of funding Eligible NIC Projects.
NIC Funding Mechanism	is the mechanism by which the licensee recovers the amount of authorised NIC Funding and apportions that amount between the licensee, Transmission Licensees and Licensed Distributors as appropriate in accordance with the NIC Governance Document.
NIC Governance Document	means the document of that name maintained by the Authority in accordance with Part G of condition F2 (Innovation funding).
NOA Process	means the process set out in Parts A through D of condition C13 (The Network Options Assessment (NOA) process and reporting requirements).
Non Developer Associated Offshore Wider Works	means Offshore Wider Works which a person seeking connection under condition E12 (Requirement to offer terms) will not be responsible for undertaking as part of the terms of any offer, agreement or variation made pursuant to that condition, including any Preliminary Works.

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NTS System Operation Activity	has the meaning given to that term in National Gas Transmission Plc's Transporter Licence special condition 1.1 (Interpretation and definitions).
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Offshore Transmission	has the meaning given at section 6F of the Electricity Act 1989.
Offshore Transmission Owner	means a Transmission Licensee to which the Authority has issued a Transmission Licence Section E (offshore transmission owner standard conditions) Direction and where Section E of the Transmission Licence remains in effect (whether or not subject to any terms included in a Transmission Licence Section E (offshore transmission owner standard conditions) Direction or to any subsequent variation of its terms to which the Transmission Licensee may be subject).
Offshore Transmission System	means a Transmission System that is used for purposes connected with Offshore Transmission.
Offshore Waters	has the meaning given in the Electricity Act 1989.
Offshore Wider Works	means works associated with Offshore Transmission identified by the licensee that are designed to reinforce or extend the National Electricity Transmission System for the benefit of multiple parties, both onshore and offshore and including generation and demand.
Operational Services	means the operational services contracted to be provided to or from, the licensee under the Operational Services Agreement.
Operational Services Agreement	means the agreement of that name entered into pursuant to the Independent System Operator and Planner Transfer Scheme made pursuant to paragraph 1 of Schedule 9 of the Energy Act 2023.
OSA Notice	means an Operational Services Agreement notice issued to the licensee by the Authority to the effect that Part C of condition B1(Requirements and



	<p>compliance obligations) has been satisfied and no longer applies.</p>
<p>Outage Change</p>	<p>means a change notified to Transmission Owners, Offshore Transmission Owners or any successor company to each, by the licensee to the Outage Plan on or after Week 49, as updated from time to time in accordance with the STC, other than:</p> <ul style="list-style-type: none"> <li>(a) a change to the Outage Plan requested by Transmission Owners, Offshore Transmission Owners or any successor company to each (the “original change”); and</li> <li>(b) such changes notified to Transmission Owners, Offshore Transmission Owners or any successor company to each by the licensee which:             <ul style="list-style-type: none"> <li>(i) the licensee and Transmission Owners, Offshore Transmission Owners or any successor company to each agree are necessary in order to give effect to the original change; or</li> <li>(ii) where there is a failure to agree, the Authority determines are necessary in order to give effect to the original change, and</li> </ul> </li> <li>(c) without prejudice to subparagraphs (a) and (b) above, any change to the Outage Plan notified to Transmission Owners, Offshore Transmission Owners or any successor company to each by the licensee which the licensee and the Transmission Owner or Offshore Transmission Owner agree is not an Outage</li> </ul>

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	Change under this licence condition (a “non-chargeable outage change”).
Outage Plan	has the meaning given to that term in the STC.

P

p/kWh	means pence per kilowatt hour.
Participating Interest	has the meaning given in section 421A of the Financial Services and Markets Act 2000.
Party Entry Processes	means the procedures, processes and steps to be followed by a party following accession to the STC Framework Agreement.
Peak National Demand	means the outturn peak National Demand adjusted in accordance with the Weather Correction Methodology.
Peak National Demand Forecast	means the one-year or four-year ahead forecast of Peak National Demand that is associated with the licensee’s Peak System Demand Forecast and estimate of capacity to meet that Peak System Demand Forecast in the Electricity Capacity Report.
Peak System Demand Forecast	means the forecast in the Electricity Capacity Report of peak demand across the Total Electricity System met by all forms of generation; which includes forecasts of Peak National Demand, peak demand met by distributed generation and peak demand reduction by Demand Side Response.
Permitted Administration Fee	the amount the licensee is permitted to raise and retain for administering the mechanism contained in condition E14 (Energy administration, energy supply company administration and smart meter communication licensee administration:

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	Electricity System Operator shortfall contribution obligations).
Permitted Purpose	means the purpose of: (a) carrying out the ISOP Business, or any business or activity within the limits of condition B2 (Restriction on activity and financial ringfencing); or (b) any other business or activity to which the Authority has given its specific consent to in Writing.
Plan Determination	means the document published by the Authority, in accordance with Part C of condition G1, setting out the Authority's determination in relation to the Business Plan for the period covered by the Business Plan submission.
Potential Conflict Party	means any party whose interests might be affected or favoured by the activities and decisions of the ISOP such that it might reasonably be viewed that the ISOP (or its personnel) could have a conflict of interest in relation to those activities or those decisions by virtue of a connection or relationship with that party. This may include: (a) a Regulated Person; (b) Holding Company of a Regulated Person; (c) trade association of Regulated Persons or shareholder with significant control of a Regulated Person; or (d) material or prospective material supplier or service provider to the ISOP where a reasonable concern about conflict might arise.  This includes parties that hold a licence or exemption granted by or within the enforcement jurisdiction of the Authority. It excludes government bodies (except where that government body is, or carries on the functions of a Regulated Person, in

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	which case the government body shall not be excluded).
Preliminary Works	in the context of Developer-Associated Offshore Wider Works and Non Developer Associated Offshore Wider Works has the meaning given to it in regulations made by the Authority under section 6C of the Electricity Act 1989.
Project Direction	means a direction issued by the Authority pursuant to the NIC Governance Document setting out the terms to be followed in relation to an Eligible NIC Project as a condition of its funding under the NIC Funding Mechanism.

Q

R

RAV Returns	mean revenues collected on behalf of the Secretary of State in relation to the cost of capital and depreciation of the ISOP Regulatory Asset Value.
Reference Variable Rate	the variable rate of interest, as set out in the Financial Handbook, that is set as the benchmark rate or reference rate for the ISOP Working Capital Facility.
Regulated Person	as the context requires, has the meaning given to that term in the Gas Act 1986 or the Electricity Act 1989.
Regulatory Instructions and Guidance (RIGs)	means the Regulatory Instructions and Guidance published by the Authority in accordance with condition G3 (Regulatory Instructions and Guidance (RIGs)).
Regulatory Year	means a period of 12 months commencing on 1 April.
Related Undertaking	means any Undertaking of a person, where that person has a Participating Interest.
Relevant Agreement	means an agreement in respect of which paragraph 3 of standard condition 10C of the licensee's Transmission Licence, as such applied immediately prior to 18 September 2001 had effect.

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Relevant Asset	means any asset for the time being forming part of the National Electricity Transmission System, any control centre for use in conjunction therewith and any legal or beneficial interest in (or right, title or interest in) land upon which either of the foregoing is situate (which for the purposes of property located in Scotland means any estate, interest, servitude or other heritable or leasehold right in or over land including any leasehold interests or other rights to occupy or use and any contractual or personal rights in favour of the licensee relating to the occupation, use or acquisition of such property).
Relevant Balancing Services	means Balancing Services other than: (a) those which the licensee has acquired through the mere acceptance of an offer or bid in the Balancing Mechanism, provided that such offer or bid was not made pursuant to any prior agreement, and (b) those which the Authority directs the licensee not to treat as Relevant Balancing Services.
Relevant Code	means, as the context requires: (a) the Grid Code; (b) the Balancing and Settlement Code; (c) the Connection and Use of System Code; or (d) the System Operator - Transmission Owner Code.
Relevant Code Administrator	means, as the context requires: (a) the Grid Code Administrator; (b) the BSC Code Administrator; (c) the CUSC Code Administrator; or (d) the STC Code Administrator.

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Relevant Code Panel	means, as the context requires: (a) the Grid Code Panel; (b) the BSC Panel; (c) the CUSC Panel; or (d) the STC Panel.
Relevant Code Party	means, as the context requires: (a) Grid Code Party; (b) BSC Party; (c) CUSC Party; or (d) STC Party.
Relevant Distributor	has the same meaning as in section 184 of the Energy Act 2004 where the relevant Distribution System is located in the Specified Area.
Relevant Legally Binding Decision of the European Commission and/or the Agency	means any relevant legally binding decision or decisions of the European Commission and/or the Agency, but a binding decision does not include a decision that is not, or so much of a decision as is not, Assimilated Law.
Relevant Licence Conditions	means Parts C to F of condition F1 (Expenditure and allowed revenue), together with such of the conditions of this licence as are ancillary to the operation of the provisions of Parts C to F of condition F1 to which a Disapplication Request under condition F9 (Disapplication and suspension of Relevant Licence Conditions) relates; and condition F3 (Recovery of transmission network revenues), together with such of the conditions of this licence as are ancillary to the operation of the provisions of condition F3 to which a Disapplication Request under condition F9 (Disapplication and suspension of Relevant Licence Conditions) relates.
Relevant Network Licensee	means a Transmission Licensee with condition B16 in effect in its Transmission Licence, the ISOP, or a Licensed Distributor with condition 48A in effect in its Distribution Licence.

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Relevant Offshore Agreement	means an agreement between an Existing Offshore Generator and the licensee for connection to and/or use of the National Electricity Transmission System or an agreement between an Existing Offshore Generator and a Licensed Distributor for connection to its Distribution System.
Relevant Year	means a year beginning on 1 April of each calendar year and ending on 31 March of the following calendar year.
Remuneration Policy	means the remuneration policy described in Part B of condition F7 (Remuneration Policy and Expenses Policy).
Renewable Energy Zone	means an area designated by Order in Council under section 84(4) of the Energy Act 2004.
Restoration Approach	means the method by which the licensee will restore the National Electricity Transmission System in the event of a Total Shutdown or Partial Shutdown (each as defined in the Grid Code).
Restoration Services	means services procured by the licensee and used to re-energise the National Electricity Transmission System following a Total Shutdown or Partial Shutdown (each as defined in the Grid Code).
Restoration Times	means the time it would take to energise a part or parts of the National Electricity Transmission System following a Total Shutdown or Partial Shutdown (each as defined in the Grid Code).
Returned Project Revenues	means: <ul style="list-style-type: none"> <li>(a) revenues received (whether by the licensee or any Transmission Licensee or Licensed Distributor) under the NIC Funding Mechanism in respect of an Eligible NIC Project, that the Authority determines have not been spent, and where that Eligible NIC Project has been carried out in accordance with the applicable provisions of the NIC Governance Document or</li> </ul>

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	<p>the terms of the relevant Project Direction; or</p> <p>(b) revenues earned from Eligible NIC Projects (whether undertaken by the licensee or any Transmission Licensee or Licensed Distributors) other than Returned Royalty Income, that the Authority determines are payable to customers.</p>
Returned Royalty Income	means revenue earned from intellectual property generated through Eligible NIC Projects (whether undertaken by the licensee or any Transmission Licensee or Licensed Distributors), less Directly Attributable Costs, that is payable to customers under the NIC Funding Mechanism, as calculated in accordance with the provisions of the NIC Governance Document.
RIGs	means the document published by the Authority in accordance with condition G3 (Regulatory Instructions and Guidance).
RIIO Gas Distribution Licensee	means Cadent Gas Ltd, Northern Gas Networks Ltd, Scotland Gas Networks plc, Southern Gas Networks plc, and Wales and West Utilities Ltd or any relevant successor companies.
RIIO Electricity Transmission Licensee	means National Grid Electricity Transmission Plc, Scottish Hydro Electric Transmission Plc, and SP Transmission Plc.
RIIO-1 Network Innovation Allowance	means the arrangements established by special condition 3H (The Network Innovation Allowance) of the Transmission Licence held by the licensee as in force on 31 March 2021.
RIIO-1 Network Innovation Competition	means the network innovation competition established by special condition 3I (The Network Innovation Competition) of the Transmission Licences held by the RIIO Electricity Transmission Licensees as in force on 31 March 2021 and now governed by special condition 7.11 (RIIO-ET1 network innovation competition) of those licences; condition F2 (Innovation funding) of this licence and Charge Restriction



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	Condition 5A (The Network Innovation Competition) of the Distribution Licences held by the RIIO electricity Licensed Distributors.
RIIO-2 Network Innovation Allowance	means the network innovation allowance established by special condition 5.2 (RIIO-2 network innovation allowance) of Transmission Licences held by the RIIO Electricity Transmission Licensees and special condition 4.6 (The RIIO-2 network innovation allowance) of the Transmission Licence held by the licensee as in force immediately prior to the designation of the ISOP and this licence coming into effect.
RIIO-2 NIA Governance Document	means the document issued by the Authority in accordance with Part C of condition F2 (Innovation Funding).
RIIO-2 NIA Projects	means those projects undertaken by the licensee that appear to the Authority to satisfy such requirements of the RIIO-2 NIA Governance Document as are necessary to enable the projects to be funded under the provisions of condition F2 (Innovation funding).
Risk Assessment	means an assessment of the likelihood and potential impact of any inaccurate or incomplete reporting, or any misreporting, of data by the licensee to the Authority under this licence.

S

Security Period	for the purposes of Part F of condition F9 (Disapplication and suspension of Relevant Licence Conditions) means a period commencing on the date on which any direction issued by the Secretary of State under section 34(4) of the Electricity Act 1989 enters into effect and terminating on such date (being not earlier than the date such direction, as varied, is revoked or expires) as the Authority, after consultation with such persons (including, without limitation, licence holders liable to be principally affected) as it shall consider appropriate, may with the consent of the Secretary of State by notice to all licence holders determine.
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Self-Governance Criteria	means a proposal that, if implemented, (a) is unlikely to have a material effect on: <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 National Electricity Transmission System; 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 relevant Industry Code's governance procedures or modification procedures, and</li></ul> (b) is unlikely to discriminate between different classes of Relevant Code Parties.
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<p>Self-Governance Statement</p>	<p>means the statement made by the Relevant Code Panel:</p> <ul style="list-style-type: none"> <li>(a) confirming that, in its opinion, the Self-Governance Criteria are met and the modification is suitable for the self-governance route; and</li> <li>(b) providing a detailed explanation of the Relevant Code Panel's reasons for that opinion. and submitted to the Authority in accordance with:             <ul style="list-style-type: none"> <li>(i) for the purposes of condition E2 Connection and Use of System Code only paragraph E2.11(a)(i);</li> <li>(ii) for the purposes of condition E3 Grid Code only paragraph E3.10(a)(i);</li> <li>(iii) for the purposes of condition E1 Balancing and Settlement Code only paragraph E1.19(a)(i); and</li> <li>(iv) for the purposes of condition E4 System Operator - Transmission Owner Code only paragraph E4.9(a)(i).</li> </ul> </li> </ul>
<p>Shetland AAHDCS Tariff</p>	<p>means the tariff calculated in accordance with Part B, paragraph F8.10 (Assistance for areas with High Distribution Costs Scheme).</p>
<p>Shetland Assistance Amount</p>	<p>means the amount payable by the licensee to a Relevant Distributor in any Relevant Year made pursuant to Part C, paragraph F8.19 (Assistance for Areas with High Distribution Costs Scheme) and with the value specified in or calculated in accordance with Part A, paragraph F8.4 (Assistance for Areas with High Distribution Costs Scheme).</p>

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Shortfall Direction	<p>means a direction issued by the Secretary of State for the purpose of meeting any “relevant debt”, within the meaning given to those words:</p> <ul style="list-style-type: none"> <li>(a) in relation to energy administration, in section 169(4) of the Energy Act 2004;</li> <li>(b) in relation to energy supply company administration, section 99 (4) of the Energy Act 2011;</li> <li>(c) in relation to smart meter communication licensee administration, in section 7(4) of the Smart Meters Act 2018, (including (A) any modifications to such direction made by any subsequent Shortfall Direction, or (B) any Shortfall Direction replacing a previous Shortfall Direction).</li> </ul>
Shortfall Payment Recipient	<p>the persons to whom the amount to be raised by the licensee and applied in making good the shortfall is to be paid.</p>
SIF	<p>means the strategic innovation fund established by condition F2 (Innovation funding).</p>
SIF Directly Attributable Costs	<p>means costs relating to the maintenance and management of intellectual property generated through Eligible SIF Projects, whether undertaken by the licensee or any Transmission Licensee or by a Licensed Distributor that have not been otherwise remunerated through Transmission Network Charges, Directly Remunerated Services for any Transmission Licensee or Licenced Distributor (as defined in the special conditions of those licences), or the SIF Funding Mechanism.</p>
SIF Disallowed Expenditure	<p>means revenue received, whether by the licensee or Transmission Licensee or by a Licensed Distributor, under the SIF Funding Mechanism that the Authority determines has not been spent in accordance with the applicable provisions of the SIF Governance Document or the terms of the relevant SIF Project Direction.</p>

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SIF Funding	means the total amount of funding authorised by the Authority for the licensee, Transmission Licensees, Licensed Distributors and any body administering the SIF, in accordance with the provisions of the SIF Governance Document, for the purpose of funding the administration of the SIF and Eligible SIF Projects.
SIF Funding Mechanism	means the mechanism by which the licensee recovers the amount of authorised SIF Funding in any Regulatory Year and apportions that amount between the licensee, Transmission Licensees, Licensed Distributors and any body administering the SIF as appropriate in accordance with the SIF Governance Document.
SIF Funding Return	means the total amount, in respect of the licensee, Transmission Licensees, Licensed Distributors and any body administering the SIF, of any amounts arising under the SIF Funding Return Mechanism.
SIF Funding Return Mechanism	means the mechanism which provides for the recovery from the licensee, from Transmission Licensees, Licensed Distributors and any body administering the SIF, in each case to such extent (if any) as may be relevant, of: <ul style="list-style-type: none"> <li>(a) SIF Halted Project Revenues;</li> <li>(b) SIF Disallowed Expenditure;</li> <li>(c) SIF Returned Royalty Income;</li> <li>(d) SIF Returned Project Revenues; and</li> <li>(e) funds for administrating the SIF.</li> </ul>
SIF Governance Document	means the document issued by the Authority under Part E of condition F2 (Innovation funding).
SIF Halted Project Revenues	means revenues received, whether by the licensee or any Transmission Licensee or by a Licensed Distributor under the SIF Funding Mechanism in respect of an Eligible SIF Project which have not yet been spent, or otherwise committed, at the time that the Authority requires that project to be halted in accordance with the applicable provisions of the SIF

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	Governance Document or the terms of the relevant SIF Project Direction.
SIF Project Direction	means a direction issued by the Authority pursuant to the SIF Governance Document setting out the terms to be followed in relation to an Eligible SIF Project as a condition of its funding under the SIF Funding Mechanism.
SIF Returned Project Revenues	means: <ul style="list-style-type: none"> <li>(a) revenues received, whether by the licensee or any Transmission Licensee or by a Licensed Distributor under the SIF Funding Mechanism in respect of an Eligible SIF Project that the Authority determines have not been spent, and where that project has been carried out in accordance with the applicable provisions of the SIF Governance Document and/or the terms of the relevant SIF Project Direction; or</li> <li>(b) revenues earned from Eligible SIF Projects, whether undertaken by the licensee or any Transmission Licensee or by a Licensed Distributor other than SIF Returned Royalty Income, that the Authority determines are payable to customers.</li> </ul>
SIF Returned Royalty Income	means revenue earned from intellectual property generated through Eligible SIF Projects, whether undertaken by the licensee or any Transmission Licensee or by a Licensed Distributor less SIF Directly Attributable Costs, and that is payable to customers under the SIF Funding Mechanism, as calculated in accordance with the provisions of the SIF Governance Document.
Significant Code Review	means a review of one or more matters which the Authority considers is likely to:

	<p>(a) relate to the relevant Industry Code (either on its own or in conjunction with other Industry Codes); and</p> <p>(b) be of particular significance in relation to its principal objective and/or general duties (under section 3A of the Electricity Act 1989), statutory functions and/or relevant obligations arising under Assimilated Law, and concerning which the Authority has issued a notice to the Relevant Code Parties (among others, as appropriate) stating:</p> <ul style="list-style-type: none"> <li>(i) that the review will constitute a Significant Code Review;</li> <li>(ii) the start date of the Significant Code Review; and</li> <li>(iii) the matters that will fall within the scope of the review.</li> </ul>
<p>Significant Code Review Direction</p>	<p>means direction(s) issued following publication of Significant Code Review conclusions which shall contain:</p> <ul style="list-style-type: none"> <li>(a) instructions to the licensee to make (and not withdraw, without the Authority’s prior consent) a modification proposal;</li> <li>(b) the timetable for the licensee to comply with the Authority’s direction(s); and</li> <li>(c) the Authority’s reasons for its direction(s).</li> </ul>
<p>Site-Specific Charges</p>	<p>means charges as defined in Schedule 10 of the STC.</p>

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Small Participant	<p>means</p> <ul style="list-style-type: none"> <li>(a) an Electricity Generator, Authorised Supplier, Authorised Distributor, or new entrant to the electricity market in Great Britain that can demonstrate to the Relevant Code Administrator that it is resource-constrained and, therefore, in particular need of assistance;</li> <li>(b) any other participant class of participant that the Relevant Code Administrator considers to be in particular need of assistance; and</li> <li>(c) a participant or class of participant that the Authority has notified to the Relevant Code Administrator as being in particular need of assistance.</li> </ul>
SO Bad Debt	<p>means the expense incurred by the licensee when Balancing Services Charges owed to the licensee are not considered recoverable and which crystallises when normal payment terms have been exceeded and the licensee has made all reasonable efforts to collect the debt but is unable to recover the amounts owed.</p>
SO:TO Optimisation Governance Document	<p>means the document issued by the Authority under Part A of condition E8 (SO:TO Optimisation Governance).</p>
SO:TO Optimisation Report	<p>means a document prepared and published by the licensee in accordance with Part B of condition E8 (SO:TO optimisation governance).</p>
SO:TO Optimisation Solutions	<p>has the meaning given to that term in the SO:TO Optimisation Governance Document.</p>
SO:TO Commercial Threshold	<p>Means a financial value of £1,900,000 in 2018/19 prices (inflated according to the indexation methodology in the Financial Handbook) or another value directed by the Authority.</p>



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Solar Generation Output	means the Active Power output in megawatts (MW) from each solar generator in respect of which operational metering is installed (excluding that relating to wind generators accepted as bids and offers in the Balancing Mechanism).
Specified Area	means the area specified in the Energy Act 2004 (Assistance for Areas with High Distribution Costs) Order 2005.
Specified Information	means information (or a category of information) that is so described or required in the RIGs.
STC Code Administrator	A secretarial or administrative person or body, as specified in the STC, to perform the role of code administrator.
STC Framework Agreement	means the agreement of that title, in the form approved by the Secretary of State, by which the STC is made contractually binding between the parties to that agreement, as amended from time to time with the approval of the Secretary of State.
STC Panel	a panel body for the STC, whose functions must include the matters required by condition E4 (System Operator – Transmission Owner Code) and as set out in the STC.
STC Party	means a party or parties to the STC Framework Agreement.
STC Procedures	means the processes and procedures from time to time listed in the STC that the parties to such processes and procedures consider and agree are appropriate to support their compliance with the rest of the STC.
STC Significant Code Review Phase	means the period: <ul style="list-style-type: none"> <li>(a) commencing either: <ul style="list-style-type: none"> <li>(i) on the start date of a Significant Code Review as stated by the Authority; or</li> <li>(ii) on the date the Authority makes a Backstop Direction; and</li> </ul> </li> <li>(b) ending either:</li> </ul>

	<ul style="list-style-type: none"> <li>(i) on the date on which the Authority issues a statement under paragraph E4.15(b) that no directions will be issued in relation to the STC; or</li> <li>(ii) if no statement is made under paragraph E4.15(b) or (d), on the date on which the licensee has made a modification proposal in accordance with directions issued by the Authority under paragraph E4.15(a), or the Authority makes a modification proposal under paragraph E4.15(c); or</li> <li>(iii) immediately under paragraph E4.15(e), if neither a statement, a modification proposal, nor directions are made by the Authority within (and including) 28 days from the Authority’s publication of its Significant Code Review conclusions; or</li> <li>(iv) if a statement has been made under paragraph E4.15(d) or a Backstop Direction has been made, on the date specified in accordance with paragraph E4.16 of condition E4 (System Operator - Transmission Owner Code).</li> </ul>
Strategic Innovation Fund (SIF)	means the strategic innovation fund established by condition F2 (Innovation funding).

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Strategic Spatial Energy Plan (SSEP)	means the supply and demand pathway for Great Britain, which is prepared by the licensee in line with objectives and scope defined in the Commission.
Strategic Spatial Energy Plan Methodology (SSEP Methodology)	means the document of that name, published on the licensee’s website, that sets out methodologies to create the SSEP developed by the licensee and approved by the Secretary of State and the Authority.
Strategy and Policy Statement	means the statement for the time being designated under section 131(1) of the Energy Act 2013.
Subsidiary	means a subsidiary within the meaning of section 1159 of the Companies Act 2006.
Sufficiently Independent Director	means a director appointed by the licensee who meets the requirements set out in Part B of condition B1 (Independence requirements and compliance obligations).
Supplier	has the meaning given to that term in the Grid Code.
System Management	means: <ul style="list-style-type: none"> <li>(a) the licensee’s management of Transmission Constraints;</li> <li>(b) the licensee’s management of Adverse Effects on the National Electricity Transmission System arising from changes in electrical flows over any Electricity Interconnector which are not the result of actions taken by an Interconnected TSO; and</li> <li>(c) actions by any Interconnected TSO which have an effect on the National Electricity Transmission System.</li> </ul>
System Management Action Flagging Methodology	means a methodology to be used by the licensee which, in the licensee’s opinion, will enable it to use reasonable endeavours to identify those Balancing Services which the BSC requires it to identify as relating to System Management.
System Operator - Transmission Owner Code (STC)	means the document required to be in place pursuant to condition E4 (System Operator – Transmission Owner Code

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	(STC)) as from time to time modified in accordance with that condition.
System Resilience	means the ability to avoid, adapt to, and quickly and efficiently recover from potential or actual disturbance in the supply of electricity.

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TO Offer	means an offer made by a STC Party to enter into an agreement with the licensee; (a) pursuant to standard condition D4A (Obligations in relation to offers for connection etc) of the Transmission Licence or condition C11 (Requirements of a Connect and Manage Connection); or (b) pursuant to standard condition E17 (Obligations in relation to offers for connection etc) of the Transmission Licence; or (c) pursuant to the STC.
Total Cost Allocation Methodology	means the methodology established by the licensee under Part B of condition F1 (Expenditure and allowed revenue) to allocate its total expenditure as either Electricity Licence Expenditure or Gas Licence Expenditure.
Total Costs	means the total costs associated with the provision of Balancing Services. In the case of Restoration Services, this includes, payments for feasibility study costs, procuring the services from parties, capital contributions, testing, warming and utilising.
Total Electricity System	means the National Electricity Transmission System and the Distribution Systems of all Authorised Electricity Operators which are located in the National Electricity Transmission System Operator Area.

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Total Legacy NIA Expenditure	means the Total NIA Expenditure that was incurred by the licensee prior to the Regulatory Year starting on 1 April 2024 under the special conditions of the Transmission Licence held by the licensee immediately prior to the designation of the ISOP and this licence coming into effect.
Total NIA Expenditure	means expenditure by the licensee from the start of the Regulatory Year during which this licence came into effect, that is recovered by the licensee under condition F1 (Expenditure and allowed revenue), and which satisfies the requirements of the RIIO-2 NIA Governance Document and condition F2 (Innovation Funding).
Total Scheme Amount	means the maximum allowable revenue of the licensee in relation to the AAHDCS with the value specified in or as calculated in accordance with Part A, paragraph F8.2 of condition F8(Assistance for Areas with High Distribution Costs Scheme).
Transitional Services Agreement	means the agreement of that name entered into pursuant to the Independent System Operator and Planner Transfer Scheme made pursuant to paragraph 1 of Schedule 9 of the Energy Act 2023.
Transitional Services	means the transitional services contracted to be provided to the licensee under the Transitional Services Agreement.
Transmission Area	has the meaning given to that term in the relevant Transmission Licensee's special licence conditions.
Transmission Business	means the authorised business of a Transmission Licensee or any Affiliate or Related Undertaking in the planning or development or construction or operation or maintenance of the relevant licensee's Transmission System or the National Electricity Transmission System or the provision of Transmission Services (whether or not pursuant to directions of the Secretary of State made under section 34 or 35 of the Electricity Act 1989), but must not include any other business of the Transmission Licensee or any Affiliate or Related Undertaking in the provision of

	<p>services to or on behalf of any one or more persons.</p>
<p>Transmission Constraint</p>	<p>means any limit on the ability of the National Electricity Transmission System, or any part of it, to transmit the power supplied onto the National Electricity Transmission System to the location where the demand for that power is situated, such limit arising as a result of any one or more of:</p> <ul style="list-style-type: none"> <li>(a) the need not to exceed the thermal rating of any asset forming part of the National Electricity Transmission System;</li> <li>(b) the need to maintain voltages on the National Electricity Transmission System; and</li> <li>(c) the need to maintain the transient and dynamic stability of electricity plant, equipment and systems directly or indirectly connected to the National Electricity Transmission System.</li> </ul> <p>and used by the licensee to operate the National Electricity Transmission System in accordance with the National Electricity Transmission System security and quality of supply standard referred to in condition E7 (Transmission system security standard and quality of service) or any other provision of the Electricity Act 1989, this licence or any other requirement of law.</p>
<p>Transmission Constraint Costs</p>	<p>means those costs resulting from the licensee’s management of Transmission Constraints.</p>

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Transmission Entry Capacity	has the meaning given to that term in the CUSC.
Transmission Licence	means a licence granted or treated as granted under section 6(1)(b) of the Electricity Act 1989.
Transmission Licence Section D (transmission owner standard conditions) Direction	means a direction issued by the Authority in accordance with standard condition A3 (Application of Section D) of the Transmission Licence.
Transmission Licence Section E (offshore transmission owner standard conditions) Direction	means a direction issued by the Authority in accordance with standard condition A6 (Application of Section E) of the Transmission Licence.
Transmission Licensee	means a person who holds a Transmission Licence.
Transmission Losses	means the units of electricity unaccounted for on the National Electricity Transmission System as allocated in accordance with the BSC and The Energy Market Investigation (Electricity Transmission Losses) Order 2016.
Transmission Losses Principle	means the principle that the licensee must ensure at all times that the costs of Transmission Losses are recovered from users of the National Electricity Transmission System in a manner which is sensitive to the relative impact on Transmission Losses of changes to each user's power flow as a result of their location on the National Electricity Transmission System.
Transmission Network Charges	means charges levied by the licensee in respect of the provision of Transmission Network Services.
Transmission Network Revenue	means the revenue received by the licensee via Transmission Network Use of System Charges as per Section 14 of the CUSC.
Transmission Network Services	means all services provided by a Transmission Licensee as part of the Transmission Business other than excluded services.
Transmission Network Use of System Charges	has the meaning given to that term in the CUSC Section 14.14.

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Transmission Owner	means a Transmission Licensee to which the Authority has issued a Transmission Licence Section D (transmission owner standard conditions) Direction and where the Transmission Licence Section D Direction remains in effect (whether or not subject to any terms included in a Transmission Licence Section D Direction or to any subsequent variation of its terms to which the Transmission Licensee may be subject).
Transmission Owner Final Sums	has the meaning given to that term in Schedule 9 of the STC.
Transmission Reinforcement Works	means those works defined in the Construction Agreement which are necessary to extend or reinforce the National Electricity Transmission System to ensure that it would comply with the requirements of condition E7 (Transmission System security standard and quality of service) if no Connect and Manage Derogation were in place.
Transmission Services	means those services which are provided or are to be provided to the licensee by a Transmission Licensee pursuant to standard condition D2 or E15 (Obligation to provide transmission services) of the Transmission Licence.
Transmission System	means those parts of the National Electricity Transmission System which are: a) owned by a Transmission Owner within its Transmission Area; or b) operated by the Electricity System Operator.
Transmission System Operator	means a natural or legal person responsible for operating, ensuring the maintenance of and, if necessary, developing the Transmission System in a given area and, where applicable, its interconnections with other systems, and for ensuring the long-term ability of the system to meet reasonable demands for the transmission of electricity.
Transporter Licence	means a licence granted or treated as granted under section 7 of the Gas Act 1986.



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TSA Notice	means a Transitional Services Agreement notice issued to the licensee by the Authority to the effect that Part D of condition B1 has been satisfied and no longer applies.
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Undertaking	means an undertaking within the meaning of section 1161 of the Companies Act 2006.
Uniform Network Code	has the meaning given to that term in the Transporter Licence Standard Special condition A3 (Definitions and Interpretation).
Units of Electricity Supplied	means the amount of electricity, expressed in kWh, supplied to premises (cognate expressions being construed accordingly); and, for the avoidance of doubt, in calculating that amount any export of electricity from those premises is to be disregarded.
Use of System	means use of the National Electricity Transmission System for the transport of electricity by any Authorised Electricity Operator.
Use of System Charges	means charges made or levied or to be made or levied by the licensee for the provision of Transmission Network Services and/or the Balancing Services Charges, to any Authorised Electricity Operator, but shall not include Connection Charges.
Use of System Charging Methodology	means the principles on which, and the methods by which, for the purposes of achieving the Use of System Charging Objectives, Use of System Charges are determined.
Use of System Charging Objectives	means the following objectives: (d) that compliance with the Use of System Charging Methodology facilitates effective competition in the generation and supply of electricity and (so far as is consistent therewith) facilitates competition in the

	<p>sale, distribution and purchase of electricity;</p> <p>(e) that compliance with the Use of System Charging Methodology results in charges that reflect, as far as is reasonably practicable, the costs (excluding any payments between the licensee and Transmission Licensees that are made under and in accordance with the System Operator – Transmission Owner Code (STC)) incurred by Transmission Licensees in their Transmission Businesses, and that are compatible with condition C11 (Requirements of a Connect and Manage Connection);</p> <p>(f) that, so far as is consistent with (a) and (b), and is reasonably practicable, the Use of System Charging Methodology properly takes account of the developments in Transmission Licensees’ Transmission Businesses and the ISOP Business;</p> <p>(g) compliance with the Electricity Regulation and any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and</p> <p>(h) promoting efficiency in the implementation and administration of the Use of System Charging Methodology.</p>
Use of System Charging Statement	means, collectively, the statement of the Use of System Charging Methodology prepared under paragraph E10.3(a) of condition E10 (Use of System charging and methodology), and a statement of Use of System Charges under paragraph E10.3(b) of condition E10.
User System	has the meaning given to that term in the Grid Code.

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Weather Correction Methodology	means the methodology used by the licensee at the time a Peak National Demand Forecast was produced to correct the associated outturn Peak National Demand to Annual Average Cold Spell Conditions.
Week 49	has the meaning given to that term in the STC.
Wholly New	has the meaning given to that term in the Criteria Regulations.
Wider Works	means those Transmission Reinforcement Works which are not required to be completed prior to the Connection Date but are necessary to reinforce or extend the National Electricity Transmission System to make it compliant with the terms of the National Electricity Transmission System security and quality of supply standard (or such other standard of planning and operation as the Authority may approve from time to time and with which the licensee may be required to comply in accordance with condition E7 (Transmission system security standard and quality of service)), where such works are defined in the manner provided for in the CUSC and identified in the Construction Agreement.
Wind Generation Output	means the Active Power output in megawatts (MW) from each wind generator in respect of which operational metering is installed (excluding that relating to wind generators accepted as bids and offers in the Balancing Mechanism).
Working Day	means any day other than a Saturday, a Sunday, Christmas Day, Good Friday or a day which is a bank holiday under the Banking and Financial Dealings Act 1971 in any part of the United Kingdom.

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Writing	includes writing that is sent or received by means of a public electronic communications network within the meaning given to that term in section 151 of the Communications Act 2003, and "Written" should be construed accordingly.
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Zero Carbon Energy System	means a whole energy system that is compatible with the net zero carbon target as set out in the Climate Change Act 2008.
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## **Condition A2 Interpretation**

### **Introduction**

- A2.1. The purpose of this condition is to set out provisions of general interpretation for the conditions of this licence.
- A2.2. Note that other provisions exist in the terms of this licence.

### **Part A: General rules of interpretation**

- A2.3. The provisions of this licence are to be read and understood as if they were in an Act of Parliament and the Interpretation Act 1978 applied to them.
- A2.4. Unless the context otherwise requires, any word or expression defined in the Utilities Act 2000, the Gas Act 1986, the Electricity Act 1989, or any of the Energy Acts 2004, 2008, 2010, 2013 and 2023 has the same meaning when used in the conditions of this licence.
- A2.5. Unless the context otherwise requires, any reference in the conditions of this licence to an Industry Code, an agreement, or a statement is a reference to that code, agreement, or statement as modified, supplemented, transferred, novated, revised, or replaced from time to time.
- A2.6. The heading or title of any section, condition, schedule, paragraph, or subparagraph in the conditions of this licence is for convenience only and does not affect the interpretation of the text to which it relates.
- A2.7. The "Introduction" of a condition, before Part A, is for convenience only.
- A2.8. Unless the context otherwise requires:
- (a) any reference in the conditions of this licence to a section, part, condition, schedule, or paragraph is a reference to it in the conditions of this licence;
  - (b) any reference in a condition of this licence to a part or paragraph is a reference to it in that condition; and
  - (c) any reference in the conditions of this licence to any natural or legal person includes that person's successors.
- A2.9. Any reference in the conditions of this licence to any of the following:
- (a) a provision of the conditions of the Gas System Planner Licence;
  - (b) a provision of the standard conditions or special conditions of electricity Transmission Licences;
  - (c) a provision of the standard conditions of Electricity Supply Licences;
  - (d) a provision of the standard conditions of electricity Distribution Licences;
  - (e) a provision of the standard conditions of electricity Generation Licences; or
  - (f) a provision of the standard conditions of electricity Interconnector Licences;

is to be read, if the conditions of this or of any of the other licences are subsequently modified, as a reference (so far as the context permits) to the corresponding provision of the other relevant conditions.

- A2.10. References to "the licensee" in this licence are references to the ISOP to whom this licence has been granted, or is to be treated as granted, under section 6(1)(da) of the Electricity Act 1989.
- A2.11. Wherever the subscript 't' is used, without further numerical notation, the value to be used is the one for the Regulatory Year in question.
- A2.12. A positive or negative numerical notation accompanying the letter t in subscript indicates that the value to be used is for a year after or before the Regulatory Year in question and the number indicates how many years after or before. For example 't-1' means the year before the Regulatory Year in question.
- A2.13. In some cases, other subscripts may also be used to denote the value for a specific Regulatory Year and are noted in those conditions.
- A2.14. Any values derived by reference to the value of revenues accrued, received or paid by or to the licensee shall be the actual sum accrued, received or paid by or to the licensee on the date of such accrual, receipt or payment without any adjustment for inflation or interest after deduction of value added tax (if any) and any other taxes charged directly by reference to the amounts so accrued, received or paid.
- A2.15. Any monetary values in these conditions are in sterling in nominal terms unless otherwise indicated.
- A2.16. Unless otherwise indicated, the Financial Handbook will make provision for any revenue terms or monetary values which require price indexation and the methodology that should be used for indexation.

### **Part B: Licensee's performance of obligations**

- A2.17. Where any obligation in this licence is required to be performed by a specified date or time or within a specified period and the licensee has failed to do so, the obligation will continue to be binding and enforceable after the specified date or time or after the end of the specified period, but without prejudice to all rights and remedies available against the licensee in relation to its failure.
- A2.18. The licensee must comply with a direction (and with any conditions to which the direction may be subject) given to it by the Authority or the Secretary of State under any provision of this licence that provides for such direction to be given.
- A2.19. Where obligations in the Gas System Planner Licence provide for documents and reports of the same name to be produced as those obligated under this licence, the licensee must prepare the following documents in the same form, manner and submission as the equivalent document obligated to be produced under the Gas System Planner Licence:

- (a) the Independence Statement under condition B1 (Independence Requirements and compliance obligations) of this licence and condition B1 (Independence Requirements and compliance obligations) of the Gas System Planner Licence;
- (b) the report of the Compliance Officer under B1.38(h) of condition B1 of this licence and paragraph B1.38(h) of condition B1 of the Gas System Planner Licence;
- (c) the Compliance Report under condition B1 of this licence and condition B1 of the Gas System Planner Licence;
- (d) the code of conduct under condition B7 (Information ringfencing obligations) of this licence and condition B6 (Information ringfencing obligations) of the Gas System Planner Licence;
- (e) the Digitalisation Strategy under condition C3 (Digitalisation) of this licence and condition C3 (Digitalisation) of the Gas System Planner Licence;
- (f) the Digitalisation Action Plan under condition C3 of this licence and condition C3 of the Gas System Planner Licence;
- (g) the Future Energy Pathway Methodology under condition C15 (Future Energy Pathways) of this licence and condition C10 (Future Energy Pathways) of the Gas System Planner Licence;
- (h) the Future Energy Pathways under condition C15 of this licence and condition C10 of the Gas System Planner Licence;
- (i) the SSEP Methodology under condition C16 (Strategic Spatial Energy Plan) of this licence and condition C11 (Strategic Spatial Energy Plan) of the Gas System Planner Licence;
- (j) the SSEP under condition C16 of this licence and of condition C11 of the Gas System Planner Licence;
- (k) the CSNP Methodology under condition C17 (Centralised Strategic Network Plan) of this licence and condition C12 (Centralised Strategic Network Plan) of the Gas System Planner Licence;
- (l) the CSNP under condition C17 of this licence and condition C12 of the Gas System Planner Licence;
- (m) the ISOP Information Request Statement under condition D2 (Information requests by the licensee) of this licence and condition D2 (Information requests by the licensee) of the Gas System Planner Licence;
- (n) the Total Cost Allocation Methodology under condition F1 (Expenditure and allowed revenue) of this licence and condition F1 (Gas revenue calculations and notification process) of the Gas System Planner Licence;
- (o) the Financial Model under condition F5 (Financial Model and Handbook) of this licence and condition F4 (Financial Model and Handbook) of the Gas System Planner Licence;

- (p) the Remuneration Policy under condition F7 (Remuneration Policy and Expenses Policy) of this licence and condition F5 (Remuneration Policy and Expenses Policy) of the Gas System Planner Licence;
- (q) the Expenses Policy under condition F7 of this licence and condition F5 of the Gas System Planner Licence;
- (r) the Business Plan under condition G1 (Business Plan) of this licence and condition G1 (Business Plan) of the Gas System Planner Licence.

A2.20. No provision of this licence shall be construed as requiring, or take effect so to require, the licensee to act other than in accordance with its duties under the Energy Act 2023.

### **Part C: Specific application of powers**

A2.21. Unless a contrary intention appears, any power of the Authority under any provision of this licence to give a direction, consent, derogation, approval or designation, is a power:

- (a) to give it to such extent, for such period of time, and subject to such conditions as the Authority thinks reasonable in all the circumstances of the case; and
- (b) to revoke or amend it (after consulting the licensee) or give it again under that power.

A2.22. Unless a contrary intention appears, any power of the Authority under any provision of this licence to make a determination or a decision is a power:

- (a) to make it subject to such terms and conditions as the Authority thinks reasonable in all the circumstances of the case; and
- (b) to make it again under that power.

A2.23. Any direction, consent, derogation, approval, designation or determination, decision or other instrument given or made by the Authority under this licence will be given or made in Writing.

A2.24. Where these conditions provide for the Authority to issue or amend a document by direction, the steps required to achieve this may be satisfied by action taken before, on, or after the date the relevant condition comes into effect.

A2.25. Any reference in a condition to the purposes of that condition generally is a reference to the purposes of that condition as incorporated in this licence.



## **Condition A3 Housekeeping licence modifications**

### **Introduction**

A3.1. The purpose of this condition is to provide a process for making Housekeeping Modifications to the conditions of this licence.

### **Part A: Assessment of proposed modification**

A3.2. Before initiating any modification under this condition, the Authority will assess whether that modification is a Housekeeping Modification.

A3.3. In making the assessment required by paragraph A3.2, the Authority will have regard to all relevant factors including the views of the Housekeeping Modification Working Group.

### **Part B: Circumstances in which a modification may be made**

A3.4. If, having carried out the required assessment under Part A, the Authority considers that an intended modification of the conditions of this licence is a Housekeeping Modification, it may modify the licence by direction to implement the intended modification. Otherwise, any modification will be made under section 11A of the Electricity Act 1989 or section 169 of the Energy Act 2023 where appropriate.

A3.5. Before making a direction under paragraph A3.4, the Authority will publish on the Authority's Website:

- (a) the text of the proposed direction;
- (b) the reasons for the proposed direction, including why the Authority believes that it is a Housekeeping Modification; and
- (c) a period during which representations may be made on the proposed direction, which will not be less than 28 days.

A3.6. A direction under paragraph A3.4 will set out:

- (a) the modification to the conditions of this licence; and
- (b) the date on which it is to have effect or the mechanism by which that date is to be determined.

## **Section B: Business conduct and independence**

## **Condition B1 Independence Requirements and compliance obligations**

### **Introduction**

- B1.1. The purpose of this condition is to establish the Independence Requirements and compliance obligations for the licensee, as follows:
- (a) Part A sets out the Independence Requirements;
  - (b) Part B sets out the requirements in relation to Sufficiently Independent Directors;
  - (c) Part C sets out the obligations related to Operational Services;
  - (d) Part D sets out the obligations related to Transitional Services;
  - (e) Part E sets out the requirement for an Independence Statement;
  - (f) Part F sets out the obligations for the appointment of a Compliance Officer and compliance reporting; and
  - (g) Part G provides for the licensee to apply for a derogation for relief from its obligations under this condition.
- B1.2. The Secretary of State's policy is that the licensee is anticipated to have a high level of operational independence from government.

### **Part A: Independence Requirements**

- B1.3. The licensee must put in place and maintain such systems, processes and other governance arrangements that are necessary to maintain its independence from Potential Conflict Parties and must ensure that it does not become a party to any arrangements that compromise, or could reasonably be seen as compromising, that independence. This should include, but not be limited to, arrangements that support the impartiality and integrity of the actions of individual employees.
- B1.4. The licensee must use best endeavours to avoid any perceived or real conflicts of interest relating to any Potential Conflict Parties.
- B1.5. Paragraphs B1.3 and B1.4 do not exclude the licensee from engaging in partnership projects with Potential Conflict Parties or cooperating with Potential Conflict Parties as required to act consistently with its duties under the Energy Act 2023 and the conditions of this licence.
- B1.6. Nothing in this condition will prevent the licensee from being party to, or meeting its obligations or exercising its rights under the FSO Day 1 Agreements.

### **Part B: Requirements for non-executive directors to be Sufficiently Independent Directors**

- B1.7. Subject to paragraph B1.16, except and to the extent that the Authority consents otherwise, the licensee must ensure that at all times at least half of its non-executive directors are Sufficiently Independent Directors.

B1.8. A Sufficiently Independent Director must:

- (a) be a natural person;
- (b) in the reasonable opinion of the licensee, have the skills, knowledge, experience, and qualities necessary to perform effectively as a non-executive director of the licensee; and
- (c) not have any executive duties within the licensee.

B1.9. Except and to the extent that the Authority consents otherwise, a Sufficiently Independent Director must not be, and must not have been during the 12 months before their appointment as a director of the licensee or the coming into force of this condition (whichever is the later):

- (a) an employee of the licensee; or
- (b) a director or employee of any Potential Conflict Party.

B1.10. Except and to the extent that the Authority consents otherwise, a Sufficiently Independent Director must not:

- (a) have held during the 12 months before their appointment as a director or the coming into force of this condition (whichever is the later), currently hold, or enter into any contractual arrangements with the licensee, ISOP Associate or Potential Conflict Party;
- (b) hold a position to represent the interests of any ISOP Associate or the interests of any Potential Conflict Party;
- (c) receive remuneration from the licensee (apart from a director's fee and reasonable expenses), or from any ISOP Associate or Potential Conflict Party; or
- (d) hold any direct shareholdings in any ISOP Associate or Potential Conflict Party,

where a reasonable expectation of conflict of interest might arise.

B1.11. For the purposes of paragraph B1.10(c), the receipt or retention of any benefit accrued from prior employment or service with the licensee, any ISOP Associate or Potential Conflict Party will not be considered to be remuneration.

B1.12. The licensee must notify the Authority of the names of its Sufficiently Independent Directors within 14 days from the date this licence comes into effect and must notify the Authority within 14 days from the date of appointment where any new directors are appointed to fulfil the obligation in paragraph B1.16.

B1.13. The terms of appointment of each Sufficiently Independent Director must include a condition stipulating that both the licensee and the appointee must use their best endeavours to ensure that the appointee remains a Sufficiently Independent Director during their term of office, having particular regard to the requirements set out in paragraphs B1.8, B1.9 and B1.10.

- B1.14. A term of appointment for a Sufficiently Independent Director must not be for longer than 8 years, but an individual may be reappointed thereafter provided that they continue to meet the requirements set out in paragraphs B1.8, B1.9 and B1.10.
- B1.15. The licensee must notify the Authority in Writing within 14 days if any Sufficiently Independent Director is removed from office or resigns, giving reasons for the removal or (to the extent that they are known to the licensee) the resignation. For the purposes of this obligation, the reasons for a resignation may, if appropriate, be stated to be personal reasons.
- B1.16. If at any time fewer than half of the licensee's non-executive directors are Sufficiently Independent Directors because of a removal or resignation or other reasons (including death or incapacity), the licensee must use its best endeavours to ensure that such new non-executive directors are appointed to fulfil the obligation in paragraph B1.7 as soon as is reasonably practicable to bring the number of Sufficiently Independent Directors up to at least half of the licensee's non-executive directors.

### **Part C: Operational Services**

- B1.17. The licensee must ensure that at all times it has in place, exercises its rights and performs its obligations under the Operational Services Agreement to have such Operational Services as are needed to enable it to carry out its functions, before the Authority issues to it an OSA Notice.
- B1.18. The licensee must as soon as reasonably practicable notify the Authority if it proposes to make any material change to, extend the duration of, or terminate the Operational Services Agreement (in whole or in part).
- B1.19. Prior to the licensee exercising any termination right in respect of the Operational Services Agreement, the licensee must first consult with the Authority.

### **Part D: Transitional Services**

- B1.20. The licensee must ensure that at all times it has in place, exercises its rights and performs its obligations under the Transitional Services Agreement to have such Transitional Services as are needed to enable it to carry out its functions, before the Authority issues to it a TSA Notice.
- B1.21. The licensee must use reasonable endeavours to ensure that it is able to operate without the Transitional Services Agreement by the time that the Transitional Services Agreement is due to expire (with the expiry date for that Transitional Services Agreement being the expiry date applicable at the time of this licence coming into effect) or as soon as practicable thereafter.
- B1.22. The licensee must as soon as reasonably practicable notify the Authority if it proposes to make any material change to, extend the duration of, or terminate the Transitional Services Agreement (in whole or in part).

## **Part E: Independence Statement**

B1.23. By the end of a period of 30 days, beginning with the date on which this condition comes into effect, the licensee must submit to the Authority the Independence Statement, which must set out the systems, processes and other governance arrangements that the licensee has in place to maintain the impartiality and integrity of the actions of its employees and the independence of the licensee.

B1.24. The licensee must, subject to paragraphs B1.26 and B1.27, ensure that the Independence Statement also sets out:

- (a) a list of services which fall under the definitions of Transitional Services and Operational Services;
- (b) details of the Transitional Services Agreement and Operational Services Agreement under which the Transitional Services and Operational Services are (and will be) provided and an explanation of how they ensure that the licensee is able to meet its Independence Requirements;
- (c) how the licensee will meet its Independence Requirements and obligations under this condition in the treatment of Transitional Services and Operational Services, including proposals as to how it intends to operate without the Transitional Services Agreement by the time that agreement expires;
- (d) a strategy to transfer to the licensee, or otherwise provide for the long-term outsourcing, of any Transitional Services to services that are not provided by members of National Grid Plc or its Affiliates or Related Undertakings, including:
  - (i) an approach to transferring Transitional Services to the licensee that ensures economy and efficiency in terms of the combination of cost and quality;
  - (ii) a clear timeline and milestones to complete transfer to the licensee or outsourcing (without the Transitional Services Agreement) of services comprising Transitional Services, with due regard to the licensee's Independence Requirements; and
  - (iii) protection of business continuity for the licensee at all times to fully exercise its ISOP Business and comply with its licence obligations and all relevant requirements (having the meaning given to that term in the Electricity Act 1989);
- (e) how the licensee will meet its Independence Requirements in relation to any work with a Potential Conflict Party to deliver FSO Transition Activities, including with respect to any contractual agreements established in accordance with paragraph F10.2 of condition F10 (ISOP implementation funding); and
- (f) such other information as reasonably requested by the Authority in relation to the licensee's Independence Requirements and obligations under this condition.

- B1.25. A TSA Notice and/or OSA Notice issued by the Authority may also specify that the obligations under paragraph B1.24 will no longer apply.
- B1.26. In respect of Transitional Services and the Transitional Services Agreement only, the obligations under paragraph B1.24 will come into effect at the end of a period of 100 days beginning with the date on which this condition comes into effect, at which point the licensee must submit an updated Independence Statement to the Authority.
- B1.27. In respect of Operational Services and the Operational Services Agreement only, the obligations under paragraph B1.24 will come into effect at the end of a period of 6 months beginning with the date on which this condition comes into effect or at the end of such other period as directed by the Authority, at which point the licensee must submit an updated Independence Statement to the Authority.
- B1.28. Within 28 days of receipt of the Independence Statement, or any revisions to the Independence Statement as provided for in paragraph B1.29(b), the Authority will:
- (a) approve the Independence Statement and notify the licensee of such approval; or
  - (b) give a direction to the licensee that the Independence Statement requires further development and direct the date by which the licensee is required to submit any further revisions to the Authority for approval.
- B1.29. Following the Authority's approval of the Independence Statement, the licensee must:
- (a) unless the Authority otherwise consents or directs, comply with the terms of the approved Independence Statement; and
  - (b) review the Independence Statement and revise it as necessary:
    - (i) at such intervals as the Authority may direct, or at a minimum every 12 months;
    - (ii) when circumstances change such that the Independence Statement no longer secures compliance with the Independence Requirements and obligations as set out in this condition; and/or
    - (iii) to ensure that the Independence Statement continues to be complete and accurate in all material respects; and
  - (c) submit any revisions to this document to the Authority, which will only become effective once the Authority has approved them in accordance with paragraph B1.28(a).
- B1.30. The licensee must publish a copy of the Independence Statement, and each revised version on its website within a period of 15 Working Days beginning with the date of its approval by the Authority.

B1.31. The licensee must ensure that it has removed any commercially confidential and/or security related material from the version published on its website under paragraph B1.30.

**Part F: Appointment of a Compliance Officer and compliance reporting**

B1.32. The licensee must, following consultation with the Authority, appoint a Compliance Officer for the purpose of monitoring and facilitating the licensee's compliance with the Independence Requirements and other obligations under this condition.

B1.33. The licensee must ensure that the Compliance Officer appointed under paragraph B1.32 is the same person appointed under condition B1 (Independence Requirements and compliance obligations) of the Gas System Planner Licence.

B1.34. The licensee must ensure that the Compliance Officer:

(a) is provided with such staff, premises, equipment, facilities and other resources; and

(b) has such access to the licensee's premises, systems, information and documentation,

as, in each case, the Compliance Officer might reasonably require for the fulfilment of the duties and tasks assigned under this condition.

B1.35. The licensee must ensure that the Compliance Officer is not engaged in the management or operation of any ISOP Affiliate or ISOP Related Undertaking, or of any Potential Conflict Parties.

B1.36. The licensee must ensure that the Compliance Officer is sufficiently independent to carry out the duties and tasks under paragraph B1.38.

B1.37. The licensee must make available to the Compliance Officer the details of any complaint or representation received by it from any person in respect of the conduct of the licensee in undertaking the Independence Requirements and other obligations under this condition.

B1.38. The licensee must ensure that the duties and tasks of the Compliance Officer shall include:

(a) providing advice and information to the licensee for the purpose of ensuring the licensee's compliance with the Independence Requirements;

(b) monitoring the effectiveness of the practices, procedures and systems adopted by the licensee to ensure its compliance with the Independence Requirements and obligations under this condition and in the Independence Statement;

(c) advising whether, to the extent that the implementation of such practices, procedures and systems requires the cooperation of any other person, they are designed so as reasonably to secure the required cooperation;



- (d) investigating any complaint or representation made available to the Compliance Officer in accordance with paragraph B1.37;
- (e) recommending and advising upon the remedial action which any such investigation has demonstrated to be necessary or desirable;
- (f) providing relevant advice and information to the licensee for the purpose of ensuring its implementation of:
  - (i) the practices, procedures and systems adopted in accordance with the Independence Statement; and
  - (ii) any remedial action recommended in accordance with paragraph B1.38(e);
- (g) any other duties or tasks that the licensee or the Authority may reasonably require to fulfil compliance with the Independence Requirements and other obligations under this condition; and
- (h) reporting annually to the Board once in each Regulatory Year after this condition comes into force as to their activities during the period covered by the report, including the fulfilment of the duties and tasks of the Compliance Officer in paragraphs B1.38(a) to (g).

B1.39. As soon as is reasonably practicable and in any event before the period of 90 days beginning with the date of issue of each annual report of the Compliance Officer under paragraph B1.38(h), the licensee must produce, in a form approved by the Authority, the Compliance Report that sets out the licensee's:

- (a) compliance with the Independence Requirements and obligations under this condition during the period since the last Compliance Report; and
- (b) implementation of the practices, procedures and systems adopted in accordance with the Independence Statement.

B1.40. The Compliance Report must:

- (a) detail the activities of the Compliance Officer during the relevant period covered by the report under paragraph B1.38(h);
- (b) report on the impartiality of the licensee's employees and the independence of the licensee, including any perceived or real conflicts of interest with Potential Conflict Parties and the steps taken to mitigate these conflicts;
- (c) refer to such other matters as are or may be appropriate in relation to the implementation of the practices, procedures and systems described in the Independence Statement; and
- (d) set out the details of any investigations conducted by the Compliance Officer, including:
  - (i) the number, type and source of the complaints or representations on which such investigations were based;
  - (ii) the outcome of such investigations; and

- (iii) any remedial action taken by the licensee following such investigations.

B1.41. The licensee must, as soon as reasonably practicable, and in any event before the end of the period of 120 days beginning with the issue of each annual report of the Compliance Officer under paragraph B1.38(h), submit to the Authority a copy of the Compliance Report produced in accordance with paragraph B1.39 and publish a copy of it on its website.

### **Part G: Derogations**

B1.42. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such an extent, for such period of time, and subject to such conditions as may be specified by the Authority by direction after consulting the licensee.

## **Condition B2 Restriction on activity and financial ringfencing**

### **Introduction**

B2.1. The purpose of this condition is to establish the restrictions on activity, shareholdings and other investments of the licensee.

### **Part A: Restrictions on activity, shares and investments**

B2.2. Save as provided by paragraphs B2.3 and B2.4, the licensee must not conduct any business or carry out any activity other than the ISOP Business.

B2.3. The licensee must not own, develop, manage or operate an Electricity Storage Facility, except where the licensee owns or operates an Electricity Storage Facility which is situated on a site on which the licensee carries out its ISOP Business for the purpose of continuity of supply and System Resilience, or energy management and the Electricity Storage Facility is not used to buy or sell electricity in the Electricity Markets.

B2.4. The licensee must not without the prior written consent of the Authority hold or acquire shares or other investments of any kind except:

- (a) shares or other investments in a body corporate, the sole activity of which is to carry out aspects of the ISOP Business that the licensee has delegated to that body (with the approval of the Authority);
- (b) shares or other investments in a body corporate which is a Subsidiary of the licensee and incorporated by it solely for the purpose of raising finance for any purpose related to the ISOP Business; or
- (c) investments acquired in the usual and ordinary course of the licensee's treasury management operations, subject to the licensee maintaining in force, in relation to those operations, a system of internal controls which complies with the Independence Requirements and best corporate governance practice as required (or, in the absence of any such requirement, recommended) by the Financial Conduct Authority (or a successor body) from time to time for listed companies in the United Kingdom.

B2.5. Subject to the provisions of paragraph B2.4, nothing in this condition prevents:

- (a) the licensee from holding shares as, or performing the supervisory or management functions of, an investor in respect of any body corporate in which it holds an interest consistent with the provisions of this licence; or
- (b) the licensee from performing the supervisory or management functions of a Holding Company in respect of any Subsidiary.

## **Condition B3 Conduct of ISOP Business**

### **Introduction**

B3.1. The purpose of this condition is to establish the licensee's obligations in respect of the conduct of its ISOP Business relating to discriminatory and preferential behaviour.

### **Part A: Licensee's conduct of its ISOP Business**

B3.2. The licensee must conduct its ISOP Business in the manner best calculated to secure that none of:

- (a) the licensee;
- (b) any ISOP Affiliate or ISOP Related Undertaking;
- (c) any Gas Shipper or Gas Supplier;
- (d) any Gas Transporter, including any DN Operator;
- (e) any user of the National Electricity Transmission System;
- (f) any Licensed Distributor; or
- (g) any Transmission Licensee,

obtains an unfair commercial advantage including any advantage from a preferential or discriminatory arrangement.

B3.3. The licensee must manage and deliver its ISOP Business in a way best calculated to ensure that the licensee does not unduly restrict, prevent or distort competition in:

- (a) the supply of electricity or gas;
- (b) the shipping of gas;
- (c) the generation of electricity;
- (d) the production of gas;
- (e) electricity transmission;
- (f) electricity distribution;
- (g) gas transportation;
- (h) any Fuel Trading Business; or
- (i) the supply of Meter-Related Services or of Meter Reading Services.

### **Part B: Licensee's records of compliance**

B3.4. The licensee must keep and maintain such records concerning its compliance with this condition that the Authority considers are sufficient to enable it to assess whether the licensee is complying with this condition.

B3.5. The licensee must provide to the Authority such records under paragraph B3.4 in such form and manner and at such times as the Authority may require.

## **Condition B4 Compliance with directions related to national security**

### **Introduction**

- B4.1. The purpose of this condition is to require the licensee to comply with directions issued by the Secretary of State in connection with risks relating to national security.
- B4.2. This condition also relieves the licensee of obligations under this licence where and to the extent that they conflict with a direction issued under this condition.

### **Part A: National security directions**

- B4.3. The licensee must comply with any direction that has been issued or amended by the Secretary of State in accordance with paragraph B4.4.
- B4.4. The Secretary of State may issue a direction under this paragraph where in the opinion of the Secretary of State:
- (a) there is a risk relating to national security that may detrimentally impact:
    - (i) the resilience, safety or security of the energy system; or
    - (ii) the continuity of essential services, and
  - (b) it is in the interest of national security that a direction should be issued to the licensee.
- B4.5. A direction under paragraph B4.4 may require the licensee to:
- (a) take actions or refrain from taking actions as specified in the direction; and/or
  - (b) provide information specified in the direction to the Secretary of State.
- B4.6. The Secretary of State may amend or revoke any direction issued to the licensee under this condition.
- B4.7. The licensee is not required to comply with any obligation in this licence (or the Gas System Planner Licence), where and to the extent that compliance with that obligation would be inconsistent with the requirement to comply with a direction issued in accordance with paragraph B4.4, for the period set out in the direction.
- B4.8. The licensee must inform the Secretary of State of any conflict identified in paragraph B4.7 as soon as reasonably practicable after the conflict is identified.

## **Condition B5 Prohibition of cross-subsidies**

### **Introduction**

B5.1. The purpose of this condition is to establish restrictions on the provision and receipt of cross-subsidies given by or to the licensee.

### **Part A: Restrictions on cross-subsidies**

B5.2. The licensee must not give any cross-subsidy to, or receive any cross-subsidy from, an ISOP Affiliate or ISOP Related Undertaking.

## **Condition B6 Prohibition on discriminating between users**

### **Introduction**

B6.1. The purpose of this condition is to set out the prohibition on the licensee on unduly discriminating between users of the National Electricity Transmission System.

### **Part A: Licensee's duties to not unduly discriminate**

B6.2. In the provision of Use of System, or in the carrying out of works for the purpose of connection to the National Electricity Transmission System, the licensee must not unduly discriminate between any persons or class or classes of persons.

B6.3. Without prejudice to paragraph B6.2 and subject to paragraph B6.5 the licensee must apply charges objectively and without discrimination.

B6.4. The licensee must not make charges for provision of Use of System to any Authorised Electricity Operator or class or classes of Authorised Electricity Operators, which differ in respect of any item separately identified in the statement referred to in paragraph E10.3(b) of condition E10 (Use of System charging and methodology) from those for provision of similar items under Use of System to any other Authorised Electricity Operator or class or classes of Authorised Electricity Operator except insofar as such differences reasonably reflect differences in the costs associated with such provision.

B6.5. Notwithstanding paragraphs B6.3 and B6.4 the licensee must not make Use of System Charges in respect of any item of charge separately identified in the statement referred to in paragraph E10.3(b) of condition E10 on any Authorised Electricity Operator, whose contract does not provide for the Authorised Electricity Operator to receive the service to which such item of charge refers.

B6.6. In setting Use of System Charges, the licensee must not unduly restrict, distort, or prevent competition in the generation, transmission, supply, or distribution of electricity, the supply, shipping, transportation or production of gas or in the participation of the operation of an Interconnector.

## **Condition B7 Information ringfencing obligations**

### **Introduction**

B7.1. The purpose of this condition is to ensure that the licensee appropriately manages and secures confidential data and information that relates to the licensee's performance of its functions.

### **Part A: Licensee's information ringfencing obligations**

B7.2. The licensee must identify any confidential data and information it holds related to the performance of its functions that in its opinion should not be disclosed or otherwise be accessible to persons other than the licensee's employees, agents, contractors and advisors (other than as set out in paragraph B7.7) due to the adverse impact such disclosure or access may give rise to.

B7.3. Confidential data and information under paragraph B7.2 includes but is not limited to:

(a) data and information related to national security and to the delivery of the obligations under condition C6 (Licensee's obligations regarding critical national infrastructure) and condition C7 (Energy resilience and resilience reporting); and

(b) data and information that is market sensitive.

B7.4. Unless the Authority otherwise consents, the licensee must ensure that appropriate protections are in place to secure that any data and information identified under paragraph B7.2 is appropriately protected from being directly or indirectly disclosed to, solicited or used by any person who is involved in delivery of Operational Services and/or Transitional Services.

B7.5. Subject to paragraph B7.7, the licensee must ensure that appropriate protections are in place to secure that any data and information identified under paragraph B7.2 is appropriately protected from being directly or indirectly disclosed to, solicited or used by any person who:

(a) is not required to have access to that confidential data and confidential information; or

(b) is delivering FSO Transition Activities as part of bilateral agreements between the licensee and:

(i) National Gas Transmission plc; or

(ii) National Grid Plc or its Affiliates or Related Undertakings.

B7.6. Subject to paragraph B7.7, the licensee must ensure that appropriate protections are in place to secure that any confidential data and information identified under paragraph B7.2 is appropriately protected from being directly or indirectly disclosed to, solicited or used by any Potential Conflict Party or persons engaged in the management or operation of any Potential Conflict Party.



B7.7. Paragraphs B7.5 and B7.6 do not apply to the disclosure or access of confidential data and information identified under paragraph B7.2:

- (a) where the licensee is specifically required to do so under a condition of this licence;
- (b) to National Gas Transmission plc where such disclosure is required by it for purposes connected with the carrying out of NTS System Operation Activity (as authorised by the Transporter Licence granted or treated as granted to National Gas Transmission plc under the Gas Act 1986);
- (c) where required or permitted under an Industry Code;
- (d) where required by or under any statute, enactment or provision of subordinate legislation, or the rules of any governmental or regulatory authority having jurisdiction over the licensee, or for the purposes of facilitating the performance of any functions of the Secretary of State or the Authority (for the avoidance of doubt, this includes the functions of the Secretary of State or their advisors in their role as the shareholder of the licensee);
- (e) where the licensee has obtained prior written consent from the provider of the information for such disclosure, provided that the extent of such disclosure is consistent with the consent obtained; or
- (f) where authorised in advance in Writing by the Authority.

B7.8. The licensee must establish and maintain a code of conduct governing the identification, disclosure and use of confidential data and information identified under paragraph B7.2, and how the licensee ensures:

- (a) compliance with its obligations under paragraphs B7.5 and B7.6; and
- (b) appropriate protections are in place to limit the disclosure of the information related to the delivery of the obligations in Part A and Part B of condition C7 (Energy resilience and resilience reporting) to persons not involved in the delivery of those obligations to where such disclosure is necessary:
  - (i) for the performance of such obligations;
  - (ii) to implement mitigations and remediations identified under Part A of condition C7; or
  - (iii) at the conclusion of any analysis or assessment under Part B of condition C7.

B7.9. The licensee must produce the code of conduct under paragraph B7.8 in a form approved by the Authority.

B7.10. The requirement of paragraph B7.8 may be satisfied by actions taken by the licensee and the Authority before or after this licence condition comes into effect.

## **Section C: Strategic and operational functions**

## **Condition C1 General obligations on ISOP's activities**

### **Introduction**

C1.1. The purpose of this condition is to set out the general obligations on the manner by which the licensee should carry out certain activities as follows:

- (a) in Part A, obligations related to the operation of the National Electricity Transmission System and operational impacts across the whole system;
- (b) in Part B, obligations related to transparency and forecasting;
- (c) in Part C, obligations related to procurement of Balancing Services and development of markets;
- (d) in Part D, obligations related to coordinated development of the energy system;
- (e) in Part E, further general obligations;
- (f) in Part F, obligations related to guidance issued by the Authority on requirements in Parts A to E; and
- (g) in Part G, derogations in respect of non-frequency Balancing Services.

### **Part A: General obligations related to the operation of the National Electricity Transmission System and operational impacts across the whole system**

C1.2. In carrying out its responsibilities in relation to operating the National Electricity Transmission System (in accordance with applicable conditions of this licence) the licensee must:

- (a) have effective systems and processes in place that enable the licensee to accurately understand the National Electricity Transmission System's operational requirements and respond to these requirements in an effective manner, including through the efficient instruction of available Balancing Services (where efficiency is measured based on all relevant information the licensee had available to it at the time);
- (b) understand and take into account the impact the licensee's operational actions have on competition in the wholesale electricity market, wholesale electricity market price signals, and the behaviour of electricity market participants;
- (c) coordinate with and exchange necessary information with Transmission Owners and Licensed Distributors to understand the impact the licensee's operational decisions have across the Total Electricity System and to promote the optimal use of resources;
- (d) consider the impact any action would have on the whole system pursuant to section 164(1)(c) of the Energy Act 2023; and
- (e) optimise the timing of transmission outages under the Outage Plan on the National Electricity Transmission System.

- C1.3. Through developing its capability in relation to operating the National Electricity Transmission System, the licensee must use best endeavours to establish the systems, skills and processes it needs to support the transition to a Zero Carbon Energy System, including developing the capability to operate the National Electricity Transmission System securely and efficiently during periods where the electricity market provides a zero carbon energy mix.

**Part B: General obligations related to transparency and forecasting**

- C1.4. To promote transparency (in accordance with applicable conditions of this licence) the licensee must:
- (a) publish easily accessible information which the licensee holds to generate value for consumers and stakeholders, including but not limited to, ensuring information services are designed to meet the needs of the service users;
  - (b) use reasonable endeavours to ensure that the reasons underpinning decisions or recommendations made by the licensee are clearly stated and made available to any stakeholders that the licensee considers may be materially impacted by those decisions or recommendations. This includes but is not limited to the decision-making process the licensee follows to procure and instruct Balancing Services and to make recommendations on energy system investments;
  - (c) publish reliable pathways for the long-term development of the whole energy system and its needs under different pathways; and
  - (d) produce and publish accurate and unbiased forecasts of:
    - (i) Indicated Margin;
    - (ii) Electricity Demand;
    - (iii) Wind Generation Output;
    - (iv) Carbon Intensity;
    - (v) Balancing Costs; and
    - (vi) using its reasonable endeavours to produce and publish reliable and unbiased forecasts of:
      - (vii) Solar Generation Output.

**Part C: General obligations related to the procurement of Balancing Services and development of markets**

- C1.5. In respect to the procurement of Balancing Services, and the development and administration of market processes (in accordance with applicable conditions of this licence) the licensee must:
- (a) procure Balancing Services to ensure operational security subject to the following:
    - (i) ensuring that the procurement of Balancing Services is subject to transparent, non-discriminatory and market-based procedures;

and in doing so, the licensee must:

- (1) publish total costs and volumes of each Balancing Service represented in a consistent form across an appropriate time segmentation;
  - (2) publish price, payment structure, volumes, capacity, technology type, length and end dates for all contracts held with Balancing Service providers for each Balancing Service, where appropriate in an anonymised or aggregated format; and
  - (3) signal as far in advance as reasonably possible the forecast volumes of all services the licensee will need to procure to operate the National Electricity Transmission System;
- (b) ensure the effective and non-discriminatory participation of all qualified market participants in the provision of Balancing Services, including not unduly restricting new and existing service providers from competing for the provision of such services, and in doing so, the licensee must:
- (i) in close cooperation with all market participants, establish technical requirements for participation in those markets; and
  - (ii) subject to approval by the Authority and consultation with Licensed Distributors and relevant users of the Distribution System and National Electricity Transmission System, establish the specifications for the non-frequency balancing services procured and, where appropriate, standardised market products for such services;
- (c) monitor Balancing Services markets for potential breaches of the Grid Code, investigating where necessary and raising concerns to the Authority where appropriate;
- (d) anticipate future National Electricity Transmission System requirements by using and developing competitive approaches to procuring Balancing Services wherever this is in the best interests of current and future electricity consumers in Great Britain; and
- (e) provide accurate and timely guidance to all industry parties on the relevant rules for the Contracts for Difference (CfD) and Capacity Market (CM) prequalification and auction processes.

#### **Part D: General obligations related to the coordinated development of the energy system**

C1.6. In order to promote the coordinated development of the energy system (in accordance with applicable conditions of this licence) the licensee must:

- (a) coordinate and cooperate with Transmission Owners and Licensed Distributors to identify actions and processes that advance the efficient and economic operation of the networks;

- (b) use best endeavours to implement actions and processes identified and proposed through its activities under paragraph C1.6(a);
- (c) exchange all necessary information and coordinate with Licensed Distributors as necessary to facilitate the effective development of markets and development of the Total Electricity System;
- (d) propose and support Code Arrangements that promote the relevant code objectives in a timely manner;
- (e) develop, manage and maintain the process for the Use of System Charging Methodology;
- (f) manage connection applications for access to the National Electricity Transmission System in a fair, consistent and timely manner; and
- (g) ensure coordination with Transmission Owners, Licensed Distributors and interested parties to identify, develop and deliver network planning solutions that are needed to meet the needs of the future whole system and which facilitate a secure and efficient transition to a Zero Carbon Energy System. These solutions should include, but are not limited to, solutions that cost effectively alleviate the need to upgrade or replace network capacity.

#### **Part E: Other general obligations**

C1.7. The licensee must:

- (a) take steps to establish a whole energy resilience function, assessing the interactions between electricity and gas to deliver whole system resilience analysis, alongside strategic coordination and coordinating preparation for emergencies; and
- (b) provide guidance, information and analysis to persons involved in the energy sector where the licensee believes this would be consistent with the licensee's duties in the Energy Act 2023, and publish this guidance, information and analysis where appropriate.

#### **Part F: Guidance**

C1.8. The licensee must have regard to any guidance the Authority may issue, and from time to time revise, on the requirements in this condition and must be able to demonstrate such regard when complying with the provisions of Parts A to E of this condition.

C1.9. The Authority will issue and amend any guidance under this condition by direction.

C1.10. The Authority will publish any guidance issued or amended under this condition on the Authority's Website.

C1.11. Before issuing any new or amended guidance pursuant to paragraph C1.9, the Authority will publish on the Authority's Website:

- (a) the text of the proposed or amended guidance;
- (b) the date on which the Authority intends the guidance to come into effect;
- (c) the reasons for the amendments to the guidance; and
- (d) a period during which representations may be made on the content of the guidance, which will not be less than 28 days.

C1.12. The requirements of Part F of this condition may be satisfied by action taken by the Authority before, as well as by action taken after, this condition comes into effect.

**Part G: Derogations in respect of non-frequency Balancing Services**

C1.13. The Authority may, at its own discretion, or on application by the licensee, grant a derogation from the licensee's obligation to procure non-frequency Balancing Services using market-based procedures (as required under paragraph C1.5(a)(i)) where the Authority has determined that compliance with the market-based provision is economically not efficient.

## **Condition C2 Licensee’s regard to Strategy and Policy Statement**

### **Introduction**

C2.1. The purpose of this condition is for the licensee to carry out its functions and act in accordance with obligations set out in respect of the Strategy and Policy Statement.

### **Part A: Strategy and Policy Statement**

C2.2. The licensee must explain in its Business Plan how it plans to carry out its functions in a way that has regard to the strategic priorities set out in the Strategy and Policy Statement pursuant to section 165 of the Energy Act 2023.

C2.3. Where requested by the Authority, the licensee must demonstrate how it has had regard to the strategic priorities set out in the Strategy and Policy Statement in respect of a specific activity or function carried out, in such form and manner and at such times as requested by the Authority.



## **Condition C3 Digitalisation**

### **Introduction**

- C3.1. The purpose of this condition is to set out the licensee's obligations to:
- (a) in Part A, have and update a Digitalisation Strategy;
  - (b) in Part B, have and update a Digitalisation Action Plan;
  - (c) in Part C, comply with the DSAP Guidance; and
  - (d) in Part D, comply with Data Best Practice Guidance.
- C3.2. This condition also sets out the process the Authority will follow when issuing and amending DSAP Guidance and Data Best Practice Guidance.

### **Part A: Requirements of the Digitalisation Strategy**

- C3.3. The licensee must have in place a Digitalisation Strategy.
- C3.4. The licensee must review the progress it has made against its Digitalisation Strategy and update its Digitalisation Strategy at the intervals specified in the DSAP Guidance.
- C3.5. The licensee must:
- (a) publish its Digitalisation Strategy, and updates to its Digitalisation Strategy, on the licensee's website where they are readily accessible to the public;
  - (b) maintain an archive of all published versions of its Digitalisation Strategy on the licensee's website where they are readily accessible to the public; and
  - (c) notify the Authority of any updates to the Digitalisation Strategy.

### **Part B: Requirements of the Digitalisation Action Plan**

- C3.6. The licensee must have in place its Digitalisation Action Plan.
- C3.7. The licensee must review the progress it has made against its Digitalisation Action Plan and update its Digitalisation Action Plan at the intervals specified in the DSAP Guidance.
- C3.8. The licensee must:
- (a) publish its Digitalisation Action Plan, and updates to its Digitalisation Action Plan, on the licensee's website where they are readily accessible to the public;
  - (b) maintain an archive of all published versions of its Digitalisation Action Plan on the licensee's website where they are readily accessible to the public; and
  - (c) notify the Authority of any updates to the Digitalisation Action Plan.

### **Part C: DSAP Guidance**

C3.9. The licensee must comply with the DSAP Guidance when:

- (a) preparing and updating its Digitalisation Strategy; and
- (b) preparing and updating its Digitalisation Action Plan.

C3.10. The Authority will issue and amend the DSAP Guidance by direction.

C3.11. The Authority will publish the DSAP Guidance on the Authority's Website.

C3.12. The DSAP Guidance will make provision about:

- (a) how the licensee should work towards Digitalisation;
- (b) how the licensee should set out in its Digitalisation Strategy and Digitalisation Action Plan, how it intends to use Energy System Data to generate benefits for consumers and stakeholders, and the specific actions it will take to achieve that outcome;
- (c) the form and content of the Digitalisation Strategy and the Digitalisation Action Plan, including:
  - (i) their respective structure, content and level of detail;
  - (ii) the types of activities that should be covered in each; and
  - (iii) any required information associated with those activities; and
- (d) the engagement the licensee is required to undertake with stakeholders to help inform the development of its Digitalisation Strategy and its Digitalisation Action Plan.

### **Part D: Requirement to employ Data Best Practice**

C3.13. The licensee must, when conducting work that involves working with or making decisions about the use of Energy System Data, use its best endeavours to act in accordance with Data Best Practice Guidance.

C3.14. The Authority will issue and amend Data Best Practice Guidance by direction.

C3.15. The Authority will publish Data Best Practice Guidance on the Authority's Website.

C3.16. The Data Best Practice Guidance may make provision as to how the Authority expects the licensee to comply with Data Best Practice to generate benefits for consumers and stakeholders, including ensuring services that involve Energy System Data are designed to meet the needs of consumers and those who directly use the services.

### **Part E: Process for issuing and amending guidance**

C3.17. Before issuing new or amending the DSAP Guidance or Data Best Practice Guidance by direction, the Authority will publish on the Authority's Website:

- (a) the text of the proposed DSAP Guidance;

- (b) the date on which the Authority intends the proposed DSAP Guidance to come into effect;
- (c) the reasons for the new issue of, or amendments to, the DSAP Guidance; and
- (d) a period during which representations may be made on the content of the DSAP Guidance, which will not be less than 28 days.

## **Condition C4 Electricity System Restoration Standard**

### **Introduction**

C4.1. The purpose of this condition is to set out the licensee's obligations relating to the Electricity System Restoration Standard once the licensee has received a direction from the Secretary of State designating the Electricity System Restoration Standard.

### **Part A: Electricity System Restoration Standard**

C4.2. The licensee must comply at all times with the Electricity System Restoration Standard, once the licensee has received:

(a) a direction from the Secretary of State designating the Electricity System Restoration Standard and the date from which it applies; or

(b) any subsequent direction from the Secretary of State that has the effect of amending the Electricity System Restoration Standard.

C4.3. The licensee must procure Restoration Services and propose any modifications to the Grid Code and other Industry Codes (where the licensee has the power to propose modifications) that are required to comply with the Electricity System Restoration Standard designated under paragraph C4.2.

C4.4. The licensee must ensure that its procurement of Restoration Services and proposal of modifications to the Grid Code and other Industry Codes are completed in time to ensure that it has the ability to comply with the Electricity System Restoration Standard by the date the Secretary of State directs that it applies.

C4.5. The licensee will not have failed to comply with its obligations under paragraphs C4.2, C4.3 or C4.4 where, upon receiving a written and sufficiently detailed explanation from the licensee, the Authority is satisfied that the licensee has been prevented from complying with these obligations for reasons that are outside of its reasonable control.

### **Part B: Electricity System Restoration Assurance Framework**

C4.6. Within 90 days following receipt of a direction from the Secretary of State designating the Electricity System Restoration Standard in accordance with paragraph C4.2, and thereafter at 12 monthly intervals (unless otherwise directed by the Authority), the licensee must submit an Electricity System Restoration Assurance Framework to the Authority for approval.

C4.7. Prior to submission of the Electricity System Restoration Assurance Framework to the Authority, the licensee must consult the Authority and other Electricity Licensees for not less than 30 days on its proposed Electricity System Restoration Assurance Framework.

C4.8. The Electricity System Restoration Assurance Framework must include, but need not be limited to:

- (a) the strategy for the provision of Electricity System Restoration, which is to be applied for the next Regulatory Year, for the two Regulatory Years after that and for subsequent Regulatory Years. This must include a Restoration Approach to ensure that the Electricity System Restoration Standard is capable of being complied with at all times during a Regulatory Year, and identification of technologies and approaches for the provision of Restoration Services;
  - (b) a description of how the licensee will monitor its ability to comply with the Electricity System Restoration Standard at all times during a Regulatory Year;
  - (c) ex-ante modelling of Restoration Times for the subsequent Regulatory Year using credible projections of the required National Electricity Transmission System data, as well as ex-post modelling of Restoration Times using actual National Electricity Transmission System data from the previous Regulatory Year; and
  - (d) sufficient details of the methodology, assumptions and data used by the licensee to reflect the capabilities of the National Electricity Transmission System during the subsequent Regulatory Year to allow other Electricity Licensees to assess and provide comment on how well the licensee is representing the capabilities of the National Electricity Transmission System within the Electricity System Restoration Model.
- C4.9. The submission of the Electricity System Restoration Assurance Framework must be accompanied by a report from an independent auditor of internationally recognised standing, appointed by the licensee. This report must provide an assessment of the licensee’s Electricity System Restoration Model, which must include, but need not be limited to, an ex-ante assessment of how well that model’s input data, technical assumptions, and calculations will represent the capabilities and characteristics of the National Electricity Transmission System during the subsequent Regulatory Year.

### **Part C: Authority approval of Electricity System Restoration Assurance Framework**

- C4.10. If, following a submission under paragraph C4.6, the Authority rejects the Electricity System Restoration Assurance Framework, the licensee must comply with a direction from the Authority to resubmit a revised Electricity System Restoration Assurance Framework to the Authority for approval, within a period specified in that direction.
- C4.11. If the Authority approves the Electricity System Restoration Assurance Framework, the licensee must publish the Electricity System Restoration Assurance Framework and the report by the independent auditor on its website as soon as is reasonably practicable following approval.
- C4.12. Where the licensee considers that there are legitimate reasons for not publishing certain information or data on its website in accordance with paragraph C4.11, it

must seek the Authority's approval to publish a redacted version of the Electricity System Restoration Assurance Framework, or report by the independent auditor.

**Part D: Revisions to the Electricity System Restoration Assurance Framework**

C4.13. Before revising the approved Electricity System Restoration Assurance Framework, the licensee must submit the proposed revisions to the Authority for approval.

C4.14. Except where the Authority directs otherwise, before seeking any revision of the approved Electricity System Restoration Assurance Framework, the licensee must:

- (a) send a copy of the proposed revisions to the Authority;
- (b) consult other Electricity Licensees on the proposed revisions and allow them a period of not less than 30 days in which to make representations to the licensee;
- (c) submit to the Authority within 30 days of the close of the consultation period referred to in paragraph C4.14(b) a report setting out:
  - (i) the revisions originally proposed;
  - (ii) the representations (if any) made to the licensee; and
  - (iii) any changes to the revisions.

C4.15. Where the Authority directs that any part of paragraph C4.14 will not apply, the licensee must comply with such other requirements as are specified in that direction.

C4.16. Following receipt of a revision under paragraph C4.14(c), the Authority may direct the licensee to make the revision, where the Authority is satisfied that the revision is consistent with the licensee's obligations in the Electricity Act 1989 and the Energy Act 2023 and will provide value for money for electricity consumers in Great Britain.

C4.17. Unless the Authority issues a direction under paragraph C4.16 within a period of 60 days, beginning with the date of the submission made by the licensee under paragraph C4.14(c), the proposed revision will be treated as not being approved by the Authority.

C4.18. If the Authority directs any revision to be made under paragraph C4.16, the licensee must:

- (a) revise the approved Electricity System Restoration Assurance Framework in accordance with the Authority's direction; and
- (b) publish the revised Electricity System Restoration Assurance Framework on its website within a period of 7 days beginning with the date of receipt of a direction under paragraph C4.16.

C4.19. Where the licensee considers that there are legitimate reasons for not publishing certain information or data on its website in accordance with paragraph C4.18(b), it must seek the Authority’s approval to publish a redacted version of the revised Electricity System Restoration Assurance Framework.

## **Condition C5 Limits on the level to which Transmission Services are provided**

### **Introduction**

C5.1. The purpose of this condition is to set out the licensee's obligation relating to the technical levels set out in the System Operator – Transmission Owner Code (STC).

### **Part A: Licensee's obligations**

C5.2. In coordinating and directing the flow of electricity onto and over the National Electricity Transmission System, the licensee must, in accordance with the STC, ensure that any of the technical levels that apply to the provision to the licensee of any Transmission Services are not exceeded.

C5.3. The technical levels referred to in paragraph C5.2 are those set out in the STC.



## **Condition C6 Licensee's obligations regarding critical national infrastructure**

### **Introduction**

C6.1. The purpose of this condition is to ensure the licensee supports the identification of critical national infrastructure and reviews and applies methodologies following a request from the Secretary of State.

### **Part A: Reviewing critical national infrastructure**

C6.2. Where the Secretary of State requests the licensee to review any methodology that aims to identify critical national infrastructure (as defined by the Secretary of State in such a request), the licensee must give a reasoned opinion and comment as to whether the application of the methodology would facilitate the identification of gas and electricity sites, systems and assets that are critical national infrastructure existing in:

- (a) the National Electricity Transmission System;
- (b) Distribution Systems;
- (c) the National Transmission System;
- (d) Distribution Networks;
- (e) Gas Interconnectors and Electricity Interconnectors;
- (f) Generation Sets; and
- (g) any other part of the whole energy system that the licensee considers would be appropriate to provide reasoned opinion and comment.

C6.3. The licensee must propose any revisions to any methodology provided under paragraph C6.2 that in the licensee's opinion will better facilitate the identification of sites, systems and assets that are critical national infrastructure by such date as the Secretary of State may request.

### **Part B: Critical national infrastructure assessments and application of methodologies**

C6.4. The licensee must, when the Secretary of State requests, apply any methodology provided under paragraph C6.2 to identify gas and electricity sites and assets of critical national infrastructure across:

- (a) the National Electricity Transmission System;
- (b) Distribution Systems;
- (c) the National Transmission System;
- (d) Distribution Networks;
- (e) Gas Interconnectors and Electricity Interconnectors;
- (f) Generation Sets; and

- (g) any other part of the whole energy system that the licensee considers would be appropriate to include.

## **Condition C7 Energy resilience and resilience reporting**

### **Introduction**

C7.1. The purpose of this condition is to set out the licensee's obligations related to:

- (a) in Part A, energy risk and threat advice;
  - (b) in Part B, post-event and post-emergency analysis;
  - (c) in Part C, the licensee's Energy Resilience Assessment Report;
  - (d) in Part D, the licensee's Emergency Processes Assessment;
  - (e) in Part E, the licensee's Industry Readiness and Preparedness Report;
  - (f) in Part F, the provision of reports and confidential information; and
- Part G of this condition relates to derogations.

### **Part A: Energy risk and threat advice**

C7.2. The licensee must provide to the Authority and Secretary of State information and analysis on any risk or threat that the licensee has identified, where such a risk or threat may, in the licensee's view, compromise or detrimentally impact the safety, security or resilience of any significant part of the whole energy system.

C7.3. The licensee must advise the Authority and the Secretary of State on any mitigations and remediations the licensee considers could be applied to:

- (a) improve whole energy system resilience; or
- (b) manage risks or threats identified in accordance with paragraph C7.2, including any advice on products, services and regulatory changes.

C7.4. The licensee must engage with the stakeholders which it determines to be relevant to the identification and/or mitigation of risks or threats in paragraphs C7.2 and C7.3 to the extent required.

### **Part B: Post-event and post-emergency analysis**

C7.5. The licensee must, when requested by the Authority or the Secretary of State, provide post-event analysis and assessment in relation to an event that has detrimentally impacted, or could have detrimentally impacted, the licensee, gas and electricity consumers, or any licensed party operating across the National Transmission System, the National Electricity Transmission System, Distribution Network, Distribution Systems, Gas Interconnectors, Electricity Interconnectors, Electricity Generators, and embedded generators.

C7.6. The licensee must, when requested by the Authority or Secretary of State, provide post-emergency analysis and assessment in relation to an emergency which has occurred on the National Electricity Transmission System and/or the National Transmission System.

C7.7. The licensee must engage with the stakeholders which it determines to be relevant to the request under paragraphs C7.5 and C7.6 to the extent required.

### **Part C: Energy Resilience Assessment Report**

C7.8. The licensee must provide an Energy Resilience Assessment Report to the Authority and to the Secretary of State by 30 June 2025, and by 30 June of each subsequent Regulatory Year.

C7.9. The licensee must ensure the Energy Resilience Assessment Report includes:

(a) the licensee's view on emerging risks and threats:

- (i) within 5 years;
- (ii) in 5-10 years' time; and
- (iii) beyond 10 years,

in relation to the National Electricity Transmission System, Distribution Systems, Electricity Generators and any other part of the whole energy system relating to electricity and/or gas that the Secretary of State may request;

(b) an assessment by the licensee of the likelihood and potential impact of risks and threats identified by the licensee under paragraph C7.9(a); and

(c) any advice on mitigations that the licensee views would limit and address the impact of risks and threats identified under paragraph C7.9(a).

C7.10. The licensee must engage with relevant gas and electricity infrastructure stakeholders, Gas Transporters, Distribution Networks, Transmission Owners, Licensed Distributors, Electricity Generators and the Secretary of State when producing the Energy Resilience Assessment Report.

### **Part D: Emergency Processes Assessment**

C7.11. The licensee must provide its Emergency Processes Assessment, and any accompanying information and analysis that the licensee considers it appropriate to provide, to the Authority, the Secretary of State and such other parties the licensee considers materially affected by the issues contained in the Emergency Processes Assessment by 1 December 2025, and by 1 December of each subsequent Regulatory Year.

C7.12. The licensee must ensure its Emergency Processes Assessment outlines:

(a) the licensee's assessment of scenarios and view on best practice for emergency processes and preparedness; and

(b) any of the licensee's recommended improvements and learnings, including on the prevention of emergencies,

across the gas and electricity networks covering the National Transmission System, the National Electricity Transmission System, Distribution Networks, Distribution Systems, Gas Interconnectors, Electricity Interconnectors, Electricity

Generators and any other part of the whole energy system relating to electricity and/or gas that the Secretary of State may request.

C7.13. The licensee must engage with relevant gas and electricity stakeholders, including Gas Transporters, Distribution Networks, Transmission Owners, Licensed Distributors, Electricity Generators, Gas Interconnectors, Electricity Interconnectors, the Secretary of State and such other parties that the licensee considers materially affected by the issues in paragraphs C7.12(a) and C7.12(b) when producing the Emergency Processes Assessment.

#### **Part E: Industry Readiness and Preparedness Report**

C7.14. The licensee, in respect of the following winter and summer seasons respectively, must provide its Industry Readiness and Preparedness Report to the Authority, Secretary of State and such other parties the licensee considers materially affected by the issues contained in the Industry Readiness and Preparedness Report by 31 October and 30 April of each Regulatory Year.

C7.15. The licensee must ensure its Industry Readiness and Preparedness Report outlines its assessment of the preparedness and seasonal readiness for incidents and emergencies occurring on (and including assessing persons that operate or are connected to):

- (a) the National Electricity Transmission System;
- (b) Distribution Systems;
- (c) the National Transmission System;
- (d) Gas Interconnectors and Electricity Interconnectors;
- (e) Distribution Networks; and
- (f) any other part of the whole energy system relating to electricity and/or gas that the Secretary of State may request,

in respect of the winter and summer seasons that follow the dates the licensee provides its Industry Readiness and Preparedness Report under paragraph C7.14.

#### **Part F: Provision of reports and confidential information**

C7.16. Where the licensee provides the reports and assessments under Parts A, B, C, D and E to the Authority, the Secretary of State and to materially affected parties, the licensee must have due regard to the confidential data and confidential information contained in the reports and assessments, and must seek to ensure that such data or information is not inappropriately disclosed to materially affected parties.

C7.17. The licensee must seek the Authority's approval, prior to sharing, to provide appropriately redacted versions of the reports and assessments under Parts A, B, C, D and E to materially affected parties.

**Part G: Derogations**

C7.18. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such extent, and subject to such conditions, as may be specified by the Authority by direction.

## **Condition C8 Electricity Market Reform (EMR) arrangements**

### **Introduction**

C8.1. The purpose of this condition is to set out the Weather Correction Methodology relating to the EMR arrangements.

### **Part A: Weather Correction Methodology**

C8.2. The licensee must prepare and publish the Weather Correction Methodology used for calculating the Peak National Demand.

C8.3. The Weather Correction Methodology to be used for calculating the Peak National Demand must be the Weather Correction Methodology in place at the time each Peak National Demand Forecast was produced.

C8.4. The Weather Correction Methodology must be published by the licensee at the same time as the Electricity Capacity Report that uses the corresponding Peak National Demand Forecast.

C8.5. The licensee must:

- (a) write annually to the Authority, at the time of publishing the Electricity Capacity Report, setting out the steps it has taken to improve its Peak System Demand Forecast; and
- (b) publish the letter on its website as soon as reasonably practicable.

## **Condition C9 Procurement and use of Balancing Services**

### **Introduction**

C9.1. The purpose of this condition is to set out the processes and activities the licensee must undertake for the procurement of Balancing Services, used to assist in coordinating and directing the flow of electricity onto and over the National Electricity Transmission System consistent with the licensee's duties in statute.

### **Part A: Licensee's obligations under this condition**

C9.2. The licensee may consider relevant price and technical differences between persons or classes of persons in its procurement or use of Balancing Services.

C9.3. Having taken into account relevant price and technical differences, the licensee must not discriminate between any persons or classes of persons in its procurement or use of Balancing Services.

C9.4. The licensee must prepare the following:

- (a) procurement guidelines statement described in Part B of this condition;
- (b) balancing principles statement described in Part C of this condition;
- (c) Balancing Services Adjustment Data Methodology statement described in Part D of this condition;
- (d) System Management Action Flagging Methodology statement described in Part E of this condition;
- (e) Applicable Balancing Services Volume Data Methodology statement described in Part F of this condition; and
- (f) Balancing Services Annual Report in accordance with Part G of this condition.

### **Part B: Procurement guidelines statement**

C9.5. For the preparation of the procurement guidelines statement:

- (a) the licensee must at 12 monthly intervals (or such longer period as the Authority may approve) prepare a statement in a form approved by the Authority setting out the kinds of Balancing Services which it may be interested in purchasing in the period until the next statement is due and the mechanisms by which it would envisage purchasing them;
- (b) where during the term of the statement referred to in paragraph C9.5(a) the licensee's intentions change regarding the types of services it wishes to purchase, the licensee must review the statement and consider whether any revision to the statement is necessary and promptly seek to establish a revised statement in accordance with the terms of paragraph C9.23 and C9.24.



**Part C: Balancing principles statement**

- C9.6. The licensee must have in place a statement approved by the Authority setting out (consistently with the licensee's obligation under paragraph C9.3 and consistently with its other duties under the Electricity Act 1989 and the conditions of this licence) the principles and criteria by which the licensee will determine, at different times and in different circumstances, which Balancing Services the licensee will use to assist in coordinating and directing the flow of electricity onto and over the National Electricity Transmission System and when the licensee would resort to measures not involving the use of Balancing Services;
- C9.7. The licensee must, if so directed by the Authority or when any modification should be made to the statement referred to in paragraph C9.6 to more closely reflect the intentions of the licensee but in any event at least once a year, review the statement prepared in accordance with paragraph C9.6 and promptly seek to establish a revised statement approved by the Authority, such revisions to be made in accordance with the terms of paragraphs C9.23 and C9.24.
- C9.8. Where the licensee reviews the statement prepared under paragraph C9.6, the licensee must update the statement to include how the licensee considers the principles and criteria identified in that statement are consistent with its duties under sections 163 and 164 of the Energy Act 2023.

**Part D: Balancing Services Adjustment Data Methodology statement**

- C9.9. Part D of this condition applies where the BSC provides that any Imbalance Price is to be determined (in whole or in part) by reference to the costs and volumes of Relevant Balancing Services.
- C9.10. Where this Part D applies, the licensee must:
- (a) have in place a Balancing Services Adjustment Data Methodology approved by the Authority;
  - (b) from time to time thereafter, when the licensee first buys, sells or acquires any Relevant Balancing Services of a kind or under a mechanism which is not covered by the prevailing Balancing Services Adjustment Data Methodology, promptly seek to establish a revised Balancing Services Adjustment Data Methodology approved by the Authority which covers that kind of Balancing Services or mechanisms for buying, selling or acquiring them;
  - (c) prepare a statement of the prevailing Balancing Services Adjustment Data Methodology as approved by the Authority; and
  - (d) at all times determine and provide (for use under the relevant provisions of the BSC) the costs and volumes of the Relevant Balancing Services in compliance with the prevailing Balancing Services Adjustment Data Methodology, which are to be taken into account in determining Imbalance Price under the BSC.

C9.11. The licensee must, when any modification should be made to the statement referred to in paragraph C9.10(c) to more closely reflect the intentions of the licensee, review the statement prepared in accordance with paragraph C9.10(c) and promptly seek to establish a revised statement approved by the Authority, such revisions to be made in accordance with the terms of paragraphs C9.23 and C9.24.

**Part E: System Management Action Flagging Methodology statement**

C9.12. Part E of this condition applies to the extent that the BSC provides that the licensee is required to identify Balancing Services which relate to System Management.

C9.13. Where Part E applies, the licensee must:

- (a) have in place a System Management Action Flagging Methodology approved by the Authority;
- (b) prepare a statement of the prevailing System Management Action Flagging Methodology as approved by the Authority; and
- (c) at all times thereafter use its reasonable endeavours to identify the Balancing Services which the BSC requires it to identify as relating to System Management in accordance with the prevailing System Management Action Flagging Methodology and provide records (for use under the relevant provisions of the BSC) of those Balancing Services which the BSC requires must be taken into account in determining Imbalance Price.

C9.14. The licensee must, if so directed by the Authority or when it considers that any modification should be made to the statement referred to in paragraph C9.13(b) to more accurately identify the Balancing Services which relate to System Management, review the statement prepared in accordance with paragraph C9.13(b) and promptly seek to establish a revised statement approved by the Authority, such revisions to be made in accordance with the terms of paragraphs C9.23 and C9.24.

**Part F: Applicable Balancing Services Volume Data Methodology statement**

C9.15. Part F of this condition applies where the BSC provides that any Applicable Balancing Services Volume Data is to be determined (in whole or in part) by reference to the volumes of energy associated with the provision of Applicable Balancing Services.

C9.16. Where Part F applies the licensee must:

- (a) have in place an Applicable Balancing Services Volume Data Methodology approved by the Authority;
- (b) prepare a statement of the prevailing Applicable Balancing Services Volume Data Methodology as approved by the Authority; and
- (c) at all times determine and provide (for use under the relevant provisions of the BSC) the volumes of Applicable Balancing Services in compliance with

the prevailing Applicable Balancing Services Volume Data Methodology, which are to be taken into account in determining Applicable Balancing Services Volume Data under the BSC.

C9.17. The licensee must, when any modification should be made to the statement referred to in paragraph C9.16(b) to more closely reflect the intentions of the licensee, review the statement prepared in accordance with paragraph C9.16(b) and promptly seek to establish a revised statement approved by the Authority, such revisions to be made in accordance with the terms of paragraphs C9.23 and C9.24.

### **Part G: Preparation and publication of a Balancing Services Annual Report**

C9.18. At the end of each Regulatory Year, the licensee must prepare a Balancing Services Annual Report in a form approved by the Authority in respect of the Total Costs the licensee has incurred in that Regulatory Year in relation to Balancing Services.

C9.19. Within 3 months, beginning with the end of each Regulatory Year, the licensee must submit the Balancing Services Annual Report prepared in accordance with paragraph C9.18 to the Authority and publish the Balancing Services Annual Report on its website as soon as is reasonably practicable.

C9.20. Where the licensee considers that there are legitimate reasons for not publishing certain information or data on its website in accordance with paragraph C9.19, it must seek the Authority's approval to publish a redacted version.

C9.21. The report provided to the Authority under paragraph C9.19 must give particulars of:

- (a) the Total Costs incurred for that Regulatory Year, and how the Total Costs have been calculated in respect of the Balancing Services which the licensee has bought or acquired (other than Balancing Services which the licensee has acquired through the mere acceptance of an offer or bid in the Balancing Mechanism, provided such offer or bid was not made pursuant to any prior agreement);
- (b) how the Total Costs have been incurred in accordance with the Balancing Services statements prepared in accordance with paragraphs C9.5(a) and C9.6; and
- (c) any other analysis or information which the licensee considers to be required to enable the Authority to fully assess the particulars to which the report relates.

C9.22. The Balancing Services Annual Report must be accompanied by a statement from an independent auditor of internationally recognised standing appointed by the licensee:

- (a) confirming that the report is accurate; and

- (b) detailing the auditor’s independent assessment of the extent to which the licensee has complied with the relevant approved Balancing Services statements prepared in accordance with paragraphs C9.5(a) and C9.6 together with any revision made in accordance with paragraph C9.23.

## **Part H: Governance**

C9.23. Except where the Authority directs otherwise, before revising the statements prepared in accordance with paragraphs C9.5(a), C9.6, C9.10(c), C9.13(b) and C9.16(b) and each revision thereof the licensee must:

- (a) send a copy of the proposed revisions to the Authority and to any person who asks for one;
- (b) consult BSC Parties on the proposed revisions and allow them a period of not less than 28 days in which to make representations;
- (c) submit to the Authority within 7 days of the close of the consultation period referred to in paragraph C9.23(b) a report setting out the revisions originally proposed, the representations (if any) made to the licensee, and any changes to the revisions; and
- (d) where the Authority directs that paragraphs C9.23(a), C9.23(b) and C9.23(c) or any of them must not apply, comply with such other requirements as are specified in the direction.

C9.24. The licensee must not revise the statements referred to in paragraphs C9.5(a), C9.6, C9.10(c), C9.13(b) and C9.16(b) and each revision thereof until the expiry of 28 days from the date on which the Authority receives the report referred to in paragraph C9.23(c) unless prior to such date the Authority either:

- (a) directs the licensee to make the revisions on an earlier date; or
- (b) directs the licensee not to make the revision.

C9.25. The licensee must take all reasonable steps to comply with the statement for the time being in force in accordance with paragraph C9.6.

C9.26. The licensee must send to the Authority a copy of each of the statements and reports prepared in accordance with Part B, Part C, Part D, Part E, Part F, and Part G and of all revisions to any such statements made in accordance with the terms of paragraphs C9.23 and C9.24.

C9.27. The licensee must:

- (a) publish (in such manner as the Authority may approve from time to time) the statements prepared in accordance with paragraphs C9.5(a), C9.6, C9.10(c), C9.13(b) and C9.16(b) and each revision thereof; and
- (b) send a copy of each statement and report prepared in accordance with Part B, Part C, Part D, Part E, Part F, and Part G or the latest revision of any such statements to any person who requests the same, provided that the licensee must exclude therefrom, so far as is practicable, any matter which relates to

the affairs of any person where the publication of that matter would or might seriously and prejudicially affect their interests; and,

- (c) for the purposes of paragraph C9.27(b), the licensee must refer for determination by the Authority any question as to whether any matter would or might seriously and prejudicially affect the interests of any person (unless the Authority consents to the licensee not doing so).

C9.28. The licensee may make a charge for any copy of a statement, report or revision sent in accordance with paragraph C9.27(b) of any amount reasonably reflecting the licensee's reasonable costs of providing such a copy, which must not exceed the maximum amount specified in directions issued by the Authority for the purpose of this condition.

C9.29. The licensee must, unless the Authority otherwise consents, maintain for a period of 6 years:

- (a) particulars of all Balancing Services offered to it;
- (b) particulars of all contracts (other than those in the Balancing Mechanism) for Balancing Services which it entered into;
- (c) particulars of all contracts for Balancing Services entered into by way of the acceptance of a bid or offer in the Balancing Mechanism where the bid or offer was made pursuant to a prior agreement;
- (d) records of all Balancing Services called for and provided; and
- (e) records of quantities of electricity imported and exported across each Electricity Interconnector.

C9.30. The licensee must provide to the Authority such information as the Authority shall request concerning the procurement and use of Balancing Services.

## **Condition C10 Network Access Policy (NAP)**

### **Introduction**

C10.1. The purpose of this condition is to set out the requirements upon the licensee to facilitate the development of, and to act consistently with, the Transmission Owners' NAP.

C10.2. Nothing in this condition replaces, overrides or limits:

- (a) any statutory duty imposed on the licensee;
- (b) any other obligation of the licensee under the licence or any code, particularly in relation to the licensee's compliance with condition E4 (System Operator – Transmission Owner Code) and condition E7 (Transmission system security standard and quality of service); or
- (c) the STC.

### **Part A: Part A: Licensee's obligations in relation to the NAP**

C10.3. The licensee must incorporate the Transmission Owners' NAP, as approved by the Authority under special condition 9.10 (Network Access Policy) of the Transmission Licence, into its planning and operations within its licensed activities; and it must act consistently with the NAP, subject to the need to ensure the safe and secure operation of all or any part of the National Electricity Transmission System.

C10.4. The licensee must use reasonable endeavours to assist Transmission Owners in discharging their obligations to meet the essential requirements of the NAP.

C10.5. The licensee must use reasonable endeavours to assist Transmission Owners in amending the NAP.

## **Condition C11 Requirements of a Connect and Manage Connection**

### **Introduction**

C11.1. The purpose of this condition is to set out the requirements on the licensee on receipt of a Connect and Manage Application and in making a Connect and Manage Offer.

### **Part A: Connect and Manage Application and Connect and Manage Offer**

C11.2. On receipt of a Connect and Manage Application from a Connect and Manage Applicant, the licensee must comply with condition E12 (Requirement to offer terms) and in so doing must also comply with the requirements of this condition.

C11.3. In making a Connect and Manage Offer to a Connect and Manage Applicant the licensee must:

- (a) provide that the Connection Date shall be on completion of the Enabling Works identified by it or in accordance with any Associated TO Offer;
- (b) determine by reference to the Connect and Manage Derogation Criteria and the relevant Connect and Manage Derogation Report whether:
  - (i) a Connect and Manage Derogation is appropriate; or
  - (ii) a dispute should be raised under the STC in respect of the Connect and Manage Derogation Report;
- (c) ensure that any Use of System Charges to be imposed on a Connect and Manage Applicant in accordance with condition E10 (Use of system charging and methodology) shall not be payable until the Connection Date and must be levied, as applicable, in accordance with paragraph C11.7;

C11.4. The licensee must publish the relevant Connect and Manage Derogation Report within 2 months of the date on which the Connect and Manage Applicant accepts the Connect and Manage Offer and must provide a copy of each such report to the Authority.

C11.5. The licensee must use its best endeavours to facilitate the Enabling Works identified as required in relation to a Connect and Manage Application in a timescale which allows for a Connect and Manage Connection consistent with the Connect and Manage Applicant's reasonable expectations as to the Connection Date.

C11.6. The licensee must use its best endeavours to facilitate the Wider Works identified as required in relation to a Connect and Manage Application as soon as reasonably practicable. On completion of the Wider Works, any applicable Connect and Manage Derogation will cease to have effect.

C11.7. The licensee must use its best endeavours to ensure that in its application of the Use of System Charging Methodology in accordance with condition E10, Use of System Charges resulting from Transmission Constraint Costs are treated by the



licensee such that the effect of their recovery is shared on an equal per MWh basis by all parties liable for Use of System Charges.

C11.8. The licensee must use its best endeavours to ensure that:

- (a) persons seeking connection other than through a Connect and Manage Application; or
- (b) persons already connected or offered terms for connection prior to the Connect and Manage Implementation Date,

are not disadvantaged without objective justification as a result of a Connect and Manage Connection.

C11.9. The licensee must automatically make an offer to vary the Construction Agreement or the offer of Connect and Manage Transferees from their existing terms so that the relevant Construction Agreement or offer is consistent with the terms of a Connect and Manage Offer, as soon as reasonably practicable from the Connect and Manage Implementation Date and in any event by the end of the Connect and Manage Transition Period. The terms of such offers to vary the Construction Agreement or offer shall be no less advantageous to the Connect and Manage Transferee than those contained in the existing offer the licensee has made or agreement the licensee has entered into with the Connect and Manage Transferee.

#### **Part B: Provision of information to the Authority**

C11.10. The licensee must furnish to the Authority in such manner and at such times as the Authority may reasonably require such information and must procure and furnish to it such reports as the Authority may reasonably require or as may be necessary for the purpose of monitoring the impact and effectiveness of Connect and Manage Connections.

C11.11. This condition does not require the licensee to produce any information which may reasonably be requested from the licensee by the Authority under condition D3 (Provision of information to the Authority).



## **Condition C12 Production of information about the National Electricity Transmission System**

### **Introduction**

C12.1. The purpose of this condition is to:

- (a) in Part A, set out the licensee's obligations related to the Electricity Ten Year Statement (ETYS);
- (b) in Part B, set out the procedures for revision of the ETYS; and
- (c) in Part C, set out the procedure for a derogation of obligations under this condition.

### **Part A: Electricity Ten Year Statement**

C12.2. In each Financial Year commencing 1 April 2024 and every subsequent Financial Year, the licensee must by 31 January use reasonable endeavours to prepare and publish the ETYS, which is a statement of network development information, in a form approved by the Authority in accordance with paragraph C12.10.

C12.3. The ETYS must set out in respect of the current Financial Year and each of the 9 succeeding Financial Years: circuit capacity, forecast power flows and loading on each part of the National Electricity Transmission System and fault levels for each transmission node, together with:

- (a) such further information as is reasonably necessary to enable any person seeking use of the National Electricity Transmission System to identify and evaluate the opportunities available when connecting to and making use of the National Electricity Transmission System;
- (b) a commentary prepared by the licensee indicating those parts of the National Electricity Transmission System most suited to new connections and transport of further quantities of electricity;
- (c) a commentary prepared by the licensee indicating where Major National Electricity Transmission System Reinforcements are likely to be required;
- (d) such further information as may be necessary for: Authorised Electricity Operators, Interconnected System Operators, or any other Transmission System Operator or Distribution System Operator with whose system a Transmission Licensee's Transmission System is connected or with whom the licensee interfaces, to ensure the secure and efficient operation, coordination, development and interoperability of the interconnected system;
- (e) commentary prepared by the licensee indicating how the ETYS is informed by and aligns with the Future Energy Pathways prepared in accordance with condition C15 (Future Energy Pathways); and
- (f) such other matters as may be specified in directions issued by the Authority from time to time for the purposes of this condition.

C12.4. The licensee must prepare the ETYS in such a form and manner as is necessary to further the Development Information Objectives as set out in paragraph C12.5.

C12.5. In preparing the ETYS, the licensee must use the Future Energy Pathways developed in accordance with condition C15, in a manner that meets the Development Information Objectives. The Development Information Objectives are:

- (a) the licensee's best view of the design and technical characteristics of the development of the National Electricity Transmission System, considering:
  - (i) the development of the National Electricity Transmission System;
  - (ii) the probable capacity, location and timing of the development of onshore and offshore generating stations and Electricity Interconnectors;
  - (iii) the likely location of feasible connection points for new Offshore Transmission Systems to the National Electricity Transmission System;
  - (iv) to the extent that information is available to the licensee, possible routing options for new transmission circuits that might be used to connect generating stations and Electricity Interconnectors in Offshore Waters to the National Electricity Transmission System;
- (b) the licensee's best view of the potential reinforcements to the National Electricity Transmission System that may be required to connect onshore and offshore generating stations and Electricity Interconnectors;
- (c) the licensee's best estimates of the costs associated with connecting onshore and offshore generating stations and Electricity Interconnectors;
- (d) the licensee's best view of other economic and technical factors, to help planning of onshore and offshore generating stations and Electricity Interconnectors; and
- (e) the licensee's best view of the capacity, location and timing of the connection of new Electricity Interconnectors that would facilitate an efficient, economical and coordinated system of electricity. This should take into account the impact on GB wholesale prices, the provision of Ancillary Services, constraint management and other operational considerations.

C12.6. The licensee must include in every ETYS prepared in accordance with paragraphs C12.2 and C12.3 the information required by those paragraphs except that the licensee may, with the prior consent of the Authority, omit from the ETYS any details as to circuit capacity, power flows, loading or other information, disclosure of which would, in the view of the Authority, seriously and prejudicially affect the commercial interests of any Transmission Licensee or any third party.

**Part B: Revision of the ETYS**

- C12.7. The licensee must at least once in each Financial Year, commencing 1 April 2025 and in every subsequent Financial Year before publication of the ETYS as set out in paragraph C12.2 and in consultation with ETYS Interested Parties, review the most recent ETYS prepared and published in accordance with paragraphs C12.2 and C12.3. The licensee must provide to the Authority, no later than 14 days after it has completed its consultation, copies of all of the responses that it has received to any consultation undertaken in accordance with this paragraph.
- C12.8. Following a review of the ETYS pursuant to paragraph C12.7, the licensee must propose to the Authority any suggested revisions to the ETYS that it considers would better achieve the Development Information Objectives. Any such revisions must, as appropriate, be included in the licensee's submissions to the Authority in accordance with paragraph C12.10.
- C12.9. The licensee must periodically revise (at least once every 6 months) the information set out in the ETYS prepared in accordance with paragraphs C12.2 and C12.3 to ensure that the information set out in the ETYS remains accurate in all material respects.
- C12.10. The licensee must submit to the Authority for approval the proposed form of the ETYS to be published by no later than by 1 June in each Financial Year commencing 1 April 2025 and every subsequent Financial Year, and any proposed revisions to the form of the ETYS by no later than 1 June in each subsequent Financial Year, or at such other date as directed by the Authority.
- C12.11. The Authority may:
- (a) within 28 days of receipt of the licensee's proposals in accordance with paragraph C12.10, advise the licensee that the proposed form of the ETYS or the proposed revisions to the form of the ETYS requires further development; and
  - (b) subsequently, following consultation with the licensee and other ETYS Interested Parties, direct the areas in which the licensee shall be required to make revisions to the proposed form of the ETYS and the date by which the licensee shall be required to submit a revised form of the ETYS to the Authority for approval.
- C12.12. If, within 28 days of receipt of the licensee's proposals in accordance with paragraph C12.10, the Authority has not given a direction to the licensee in accordance with paragraph C12.11, the form of the ETYS proposed by the licensee will be deemed to have been approved by the Authority.
- C12.13. The licensee must publish the ETYS on its website in such readily accessible form and manner that it considers will facilitate the Development Information Objectives, and must give a copy of the ETYS on request and free of charge to any person who asks for one.

**Part C: Derogations**

C12.14. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such an extent, for such period of time, and subject to such conditions as may be specified by the Authority by direction after consulting the licensee.

## **Condition C13 The Network Options Assessment (NOA) process and reporting requirements**

### **Introduction**

C13.1. The purpose of this condition is to set out the licensee's role in assessing options for the development of the National Electricity Transmission System (including Offshore Wider Works) and Interconnector capacity, including setting out:

- (a) in Part A, the methodology underpinning the NOA Process, along with how this will be approved;
- (b) in Part B, the requirements for the publication of the annual NOA report;
- (c) in Part C, the licensee's obligations regarding the provision of information underpinning the NOA Process;
- (d) in Part D, the role the licensee will play in the early development of options and the circumstances in which the licensee will be required to do so; and
- (e) in Part E, the process for derogations from obligations under this licence condition.

### **Part A: The NOA methodology and form of the NOA report**

C13.2. The licensee must take such steps as are within its power, and it considers may be necessary to enable the NOA Process. In carrying out the NOA Process, the licensee must act in a manner that best ensures transparency and independence.

C13.3. The licensee must, not less than once in each Financial Year (and at such other times as the Authority may direct), develop proposals for the NOA methodology and the form of the NOA report in consultation with interested parties. The consultation must be of such a form and duration as practicable to reasonably allow all interested parties to contribute.

C13.4. Following any consultation in accordance with paragraph C13.3, the licensee must, by 1 August of each Financial Year, or at such other date as directed by the Authority, submit to the Authority for approval the proposed NOA methodology and form of the NOA report.

C13.5. Submissions made under paragraph C13.4 must include:

- (a) a detailed explanation of the consultation process undertaken in the development of the NOA methodology and the form of the NOA report;
- (b) a summary of views from interested parties and an explanation of how these were taken into account in the development of the NOA methodology and the form of the NOA report; and
- (c) copies of any formal responses submitted to the licensee as part of its consultation process.

C13.6. The Authority will on receipt of a submission under paragraph C13.4:

- (a) approve the proposed NOA methodology and/or form of the NOA report; or

- (b) give a direction to the licensee that the NOA methodology and/or form of the NOA report requires further development, and the date by which the licensee is required to submit a revised NOA methodology and/or the form of the NOA report to the Authority for approval.

C13.7. The NOA methodology must be designed to facilitate the effective development of the National Electricity Transmission System, and must include (but need not be limited to):

- (a) the approach used for determining what constitutes Major National Electricity Transmission System Reinforcements;
- (b) the approach (which must be in accordance with paragraph C13.8) used for identifying and assessing options to meet system needs;
- (c) how the licensee will engage with interested parties to share relevant information and how that information will be used to review and revise the NOA methodology; and
- (d) details of the licensee's proposed timetable for updating and consulting on the methodology for the NOA reports.

C13.8. The approach included in the methodology in accordance with paragraph C13.7(b) must include (but need not be limited to):

- (a) the approach used to assess the technical, economic and environmental impacts and risks;
- (b) the approach used for modelling boundary capacity, Offshore Transmission capacity and Interconnector capacity along with assumptions and assessment criteria used;
- (c) the basis for the cost estimate provided for each option.

### **Part B: The NOA report**

C13.9. The licensee must at least once in each Financial Year commencing 1 April 2025 and every subsequent Financial Year:

- (a) review the NOA report prepared and published in the previous Financial Year and consider any improvements to better facilitate the effective development of the National Electricity Transmission System; and
- (b) publish an updated NOA report by 31 March or such other date as directed by the Authority in a form approved by the Authority. This must be based on and include the latest NOA methodology approved by the Authority in accordance with paragraph C13.6.

C13.10. If, following a submission of the methodology and the form of the NOA report by the date set out in paragraph C13.4, the Authority has not approved or directed further development of the NOA methodology and/or form of the report in accordance with paragraph C13.6 by 1 October, the publication date set out in paragraph C13.9(b) will be treated as amended accordingly. The amendment will

equal the number of days between 1 October and receipt of the Authority's approval or direction.

C13.11. The licensee must publish the NOA report on its website in such readily accessible form and manner that it considers will facilitate effective development of the National Electricity Transmission System, and provide a copy of the NOA report on request, and free of charge, to any person who asks for one.

C13.12. In complying with the requirements of paragraph C13.11, the licensee must have due regard to the need for excluding from the NOA report any information that would or might seriously and prejudicially affect the commercial interests of the owner of that information if published or might be expected to be incompatible with any legislation, rule of law or licence condition. The licensee must provide to the Authority its reasons for any omission of information from the NOA report.

C13.13. Each NOA report must be produced using the latest available data and in accordance with the methodology established in accordance with Part A, and must, in respect of the Financial Year in which the report is published and each of the 9 succeeding Financial Years:

(a) set out the licensee's best view of the options for Major National Electricity Transmission System Reinforcements and additional Interconnector capacity that could meet the needs identified in the ETYS and facilitate the effective development of the National Electricity Transmission System, including (but not limited to) any:

- (i) options for Non Developer-Associated Offshore Wider Works;
- (ii) options that involve construction of new transmission capacity;
- (iii) options that do not involve, or involve minimal, construction of new transmission capacity;
- (iv) options based on commercial arrangements with users to provide Transmission Services and Balancing Services;
- (v) options that require liaison with a Licensed Distributor on Distribution System solutions;
- (vi) options recommended previously by the licensee to proceed but which have not been progressed by the Transmission Licensee to which the recommendation was given;
- (vii) options that cross the boundaries of two or more Transmission Licensee's Transmission Areas; and
- (viii) options suggested by other interested persons.

(b) set out, in accordance with paragraph C13.14, the licensee's best view of the relative suitability of each option or combination of options set out in accordance with paragraph C13.13(a), for facilitating the development of an efficient, co-ordinated and economical the National Electricity Transmission System.



- (c) set out the licensee’s recommendations on which, if any, of the options set out in accordance with paragraph C13.13(a) should be developed further to facilitate the development of an efficient, co-ordinated and economical the National Electricity Transmission System.
- (d) set out the licensee’s best view of which, if any, of the options recommended in accordance with paragraph C13.13(c) comprise assets some or all of which satisfy the criteria in the Criteria Regulations;
- (e) set out the licensee’s best view of which, if any, connections (or modifications to existing connections) which arise from applications made for the purposes of condition E12 (Requirement to offer terms), comprise a Network Need (Regulation 4 of the Criteria Regulations) for Wholly New assets (Regulation 5 of the Criteria Regulations), which are separable (Regulation 6 of the Criteria Regulations), and where such applications are:
  - (i) of sufficiently high value (Regulation 8 of the Criteria Regulations), when proposing a Late-Model Tender Exercise, or;
  - (ii) demonstrated to be of consumer benefit (Regulation 7 of the Criteria Regulations) using an analysis agreed with the Authority, when proposing an Early-Model Tender Exercise;
- (f) have regard to interactions with existing agreements with parties in respect of developing the National Electricity Transmission System and changes in system requirements.

C13.14. The licensee’s best view, set out in accordance with paragraph C13.13(b), must include (but need not be limited to) the licensee’s assessment of the impact of different options on the National Electricity Transmission System and the licensee’s ability to coordinate and direct the flow of electricity onto and over the National Electricity Transmission System.

### **Part C: Provision of information**

C13.15. Based on the NOA methodology set out in Part A, the licensee must provide Transmission Licensees and Interconnector Developers, if requested to do so, with:

- (a) information and analysis to support them in their decision-making and development of options to meet system needs as identified in the ETYS. This must include information on the potential for coordination between parties where the licensee’s analysis suggests coordination could facilitate the effective development of the National Electricity Transmission System. The licensee must provide this information and analysis in such form and within such timescales as Transmission Licensees and Interconnector Developers may reasonably request and which is necessary to support these parties’ decision making and development of options;
- (b) its assessment of the options that a party is considering for Major National Electricity Transmission System Reinforcements and Electricity Interconnectors, as well as its assessment of any alternative options being



considered by other parties. The licensee must provide the assessment in such form and within such timescales as Transmission Licensees and Interconnector Developers may reasonably request, and which is necessary to support these parties' decision making; and

- (c) updated information and analysis to support submissions to the Authority in such form and within such timescales as Transmission Licensees and Interconnector Developers may reasonably request, and which is necessary to support these parties' submissions to the Authority.

C13.16. In complying with the requirements of paragraph C13.15, the licensee must have due regard to the need to exclude from disclosure any information which would or might seriously and prejudicially affect the commercial interests of the owner of that information if disclosed or might be expected to be incompatible with any legislation, rule of law or licence condition. The licensee must provide to the Authority its reasons for any non-disclosure of information.

C13.17. Based on the NOA methodology set out in Part A, the licensee must if requested submit to the Authority the information it has provided to parties under paragraph C13.15. This must include, but need not be limited to, information to support a needs case for a strategic Wider Works output, a Needs Case for Developer-Associated Offshore Wider Works and any Interconnector Developers submission to the Authority. The licensee must also submit any additional information requested by the Authority. The licensee's submissions must be made in timescales consistent with related submissions from other parties to the Authority, and as directed by the Authority.

C13.18. In relation to Electricity Interconnectors, based on the NOA methodology set out in Part A, the licensee must submit to the Authority, within the timescales directed by the Authority, information on:

- (a) the efficiency of the connection choices made by Interconnector Developers, based on the licensee's involvement in assessing different options, including the costs of any necessary reinforcements required to connect Electricity Interconnectors to the National Electricity Transmission System;
- (b) the licensee's assessment of the impact of new Electricity Interconnectors on system operation. This should include costs and benefits relating to provision of security of supply including Ancillary Services, constraint management and other operational factors, which may accrue to the licensee and to consumers; and
- (c) the licensee's assessment of changes in wholesale prices as a result of Interconnector flows and the impact of these changes on GB consumers, generators and Electricity Interconnectors.

C13.19. The Authority may direct the licensee to submit information to the Authority, additional to the information provided by the licensee to the Authority, in

accordance with paragraphs C13.17 and C13.18, within such timeframe as the Authority may require.

#### **Part D: Early development of options**

C13.20. The licensee must undertake early development (in accordance with paragraph C13.21(b)) of any option which it intends to set out in accordance with paragraph C13.13(a) where early development is not carried out by a Transmission Licensee. Without prejudice to the generality of the first sentence of this paragraph, examples of the types of option for which the licensee may need to undertake early development include:

- (a) those set out in paragraphs C13.13(a)(i) to C13.13(a)(viii), or
- (b) those set out in paragraphs C13.13(d) to C13.13(e).

C13.21. For the purposes of paragraph C13.20:

- (a) early development may be limited to desktop works; and
- (b) early development must be undertaken in a manner which:
  - (i) enables the licensee to adequately compare, in accordance with paragraph C13.13(b), the options that it sets out in accordance with paragraph C13.13(a);
  - (ii) is consistent with the NOA methodology set out by the licensee in accordance with Part A; and
  - (iii) is transparent.
- (c) early development must be confined to desktop works only for those applications which satisfy the Criteria Regulations set out in paragraphs C13.13(d) to C13.13(e), when proposing an Early-Model Tender Exercise pursuant to paragraph C13.13(e)(ii).

#### **Part E: Derogations**

C13.22. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such an extent, for such period of time, and subject to such conditions as may be specified by the Authority by direction after consulting the licensee.

## **Condition C14 Electricity Network Innovation Strategy**

### **Introduction**

C14.1. The purpose of this condition is to oblige the licensee to work with other parties to develop an Electricity Network Innovation Strategy.

C14.2. This condition does not prevent the licensee from undertaking Innovation Projects that are not specifically outlined within the Electricity Network Innovation Strategy.

### **Part A: Requirement to create and maintain an Electricity Network Innovation Strategy**

C14.3. The licensee must develop and maintain an Electricity Network Innovation Strategy and must use reasonable endeavours to cooperate with all other Relevant Network Licensees in the development of an Electricity Network Innovation Strategy.

C14.4. The licensee must use reasonable endeavours to work with all other Relevant Network Licensees to ensure that the Electricity Network Innovation Strategy is reviewed every 2 years and where necessary, in the majority view of the Relevant Network Licensees, is updated.

### **Part B: Electricity Network Innovation Strategy**

C14.5. The Electricity Network Innovation Strategy must:

- (a) set out the procedures for updating the Electricity Network Innovation Strategy, which must include the requirement to consult with Network Innovation Interested Parties in accordance with Part C and the biennial review referred to in paragraph C14.4;
- (b) be updated in accordance with the procedures referred to in paragraph C14.5(a); and
- (c) be readily accessible to the public from the licensee's website.

C14.6. The Electricity Network Innovation Strategy must include:

- (a) a description of the challenges and uncertainties which the Relevant Network Licensees consider are pertinent to the electricity network over different time periods, that could be addressed through innovative projects;
- (b) a description of the challenges, which are not currently being addressed through innovative projects or plans, including but not limited to projects or plans made by the Relevant Network Licensees and Network Innovation Interested Parties;
- (c) a description of the innovative projects and plans the Relevant Network Licensees intend to pursue in order to address the challenges referred to in paragraph C14.6(a), with particular regard to how future Innovation Projects that the Relevant Network Licensees will seek to initiate over the

period of the Electricity Network Innovation Strategy will help to address those challenges;

- (d) a description of the innovative projects and plans the Relevant Network Licensees intend to pursue in relation to the challenges identified in paragraph C14.6(b), with particular regard to how future Innovation Projects that the Relevant Network Licensees will seek to initiate over the period of the Electricity Network Innovation Strategy will help to address those challenges. Consideration should be given to the suitability of the Relevant Network Licensees to carry out the innovative projects and plans. If the Relevant Network Licensees do not intend to carry out innovative projects and plans relating to a challenge identified in paragraph C14.6(b), a reason should be provided as part of this description;
- (e) a description of how the Relevant Network Licensees will coordinate their activities on the Innovation Projects to minimise unnecessary duplication of effort;
- (f) a description of how the Relevant Network Licensees will share the learning that they have gained through the Innovation Projects; and
- (g) any directions related to the Electricity Network Innovation Strategy issued by the Authority.

### **Part C: Consultation**

C14.7. The licensee must, in cooperation with the Relevant Network Licensees, have regard to whole system considerations and use reasonable endeavours to consult with Network Innovation Interested Parties and with stakeholders in other sectors prior to publication, or revision, of the Electricity Network Innovation Strategy. This includes stakeholders in the following sectors:

- (a) electricity;
- (b) gas (including natural gas and hydrogen);
- (c) heat;
- (d) refuse;
- (e) telecoms;
- (f) transport;
- (g) carbon storage; and
- (h) water and wastewater.

C14.8. The licensee must include in the Electricity Network Innovation Strategy:

- (a) a description of the Network Innovation Interested Parties and the stakeholders referred to in paragraph C14.7, with whom it has consulted; and
- (b) its analysis of any representations relevant to the requirements set out in paragraph C14.6, received in response to the consultation.

## **Condition C15 Future Energy Pathways**

### **Introduction**

C15.1. The purpose of this condition is to set out the obligations of the licensee to develop Future Energy Pathways and the Future Energy Pathways Methodology, including setting out:

- (a) in Part A, the requirement to create Future Energy Pathways;
- (b) in Part B, the creation of the Future Energy Pathways Guidance for developing the Future Energy Pathways;
- (c) in Part C, the process for the issuance and amendment of the Future Energy Pathways Guidance;
- (d) in Part D, the creation and scope of the Future Energy Pathways Methodology;
- (e) in Part E, the process for review of the Future Energy Pathways; and
- (f) in Part F, application to the Authority for a derogation from obligations in this condition.

### **Part A: Requirement to create Future Energy Pathways**

C15.2. The licensee must:

- (a) develop and publish the Future Energy Pathways Methodology; and
- (b) develop and publish the Future Energy Pathways, in accordance with the Future Energy Pathways Guidance.

C15.3. In developing the Future Energy Pathways, the licensee must:

- (a) model and forecast the macro-level energy supply and demand for electricity and gas (including natural gas and hydrogen).;
- (b) model gas flow forecasts on a nodal or zonal basis, including forecast levels of gas supply and demand;
- (c) model and develop pathways for trajectories of future energy supply and demand, for electricity and gas in longer-term time periods out to 2050, as determined by the Future Energy Pathways Methodology or directed by the Authority; and
- (d) model and develop a single pathway for a plausible trajectory of future energy supply and demand, for electricity and gas in the short term over a period as determined by the Future Energy Pathways Methodology or directed by the Authority.

C15.4. During the development of the Future Energy Pathways and in accordance with the Future Energy Pathways Guidance, the licensee must consult;

- (a) the Authority;
- (b) persons as set out in the Future Energy Pathways Methodology; and

- (c) other parties that may be interested in the development of the Future Energy Pathways.

C15.5. The consultation in accordance with paragraph C15.4 must be of such a form and duration, as practicable, to reasonably allow all parties set out in paragraph C15.4 to provide representations.

C15.6. The licensee must, by 31 July 2025 and by 31 July of every third year thereafter, publish the Future Energy Pathways.

### **Part B: Guidance for the Future Energy Pathways**

C15.7. The Authority will issue and amend the Future Energy Pathways Guidance by direction.

C15.8. The Authority will publish the Future Energy Pathways Guidance on the Authority's Website.

C15.9. The Future Energy Pathways Guidance will set out:

- (a) instructions and guidance on the process, content and timeframe for producing the Future Energy Pathways Methodology; and
- (b) instructions and guidance on the process, content and timeframe for producing the Future Energy Pathways.

### **Part C: Issuance and amendment of the Future Energy Pathways Guidance**

C15.10. Before directing that the Future Energy Pathways Guidance comes into effect, the Authority will publish on the Authority's Website:

- (a) the text of the proposed Future Energy Pathways Guidance;
- (b) the date on which the Authority intends the Future Energy Pathways Guidance to come into effect; and
- (c) a period during which representations may be made by interested parties on the content of the Future Energy Pathways Guidance, which will not be less than 28 days.

C15.11. Before directing an amendment to the Future Energy Pathways Guidance, the Authority will publish on the Authority's Website:

- (a) the text of the amended Future Energy Pathways Guidance;
- (b) the date on which the Authority intends the amended Future Energy Pathways Guidance to come into effect;
- (c) the reasons for the amendments to the Future Energy Pathways Guidance; and
- (d) a period during which representations may be made by interested parties on the amendment to the Future Energy Pathways Guidance, which will not be less than 28 days.

**Part D: Future Energy Pathways Methodology**

C15.12. By 31 March 2025, by 31 March 2027, and then by 31 March of every third year thereafter, the licensee must develop, in accordance with the Future Energy Pathways Guidance, and publish the Future Energy Pathways Methodology as approved by the Authority.

C15.13. The Future Energy Pathways Methodology developed by the licensee must include (but need not be limited to):

- (a) pathway decisions: how the licensee decides on the Future Energy Pathways and the set of core assumptions about the future, such as policy and governance, socio-economical, technical, and energy-industrial changes;
- (b) data inputs, modelling methods, analysis and areas of collaboration with relevant stakeholders and interested persons;
- (c) sensitivity and robustness analysis to test the resilience of the decisions suggested by the pathways;
- (d) how each pathway meets legally binding carbon reduction targets;
- (e) management of uncertainty and testing of extreme data ranges that are high-impact low-probability for electricity and gas (including natural gas and hydrogen) energy supply and demand;
- (f) approach to stakeholder engagement including formal consultation periods, and how wider stakeholders can get involved;
- (g) roles and responsibilities of the licensee and other parties collaborating on the Future Energy Pathways; and
- (h) the rationale for the choice of time period to which the Future Energy Pathways relate.

C15.14. During the development of the proposed Future Energy Pathways Methodology, and prior to a submission in accordance with paragraph C15.16, the licensee must consult:

- (a) the Authority; and
- (b) publicly, other parties that might be interested in the development of the Future Energy Plan Methodology.

C15.15. The consultation in accordance with paragraph C15.14(b) must be of such a form and duration to reasonably allow all parties set out in paragraph C15.14 to provide representations.

C15.16. By 31 December 2024, by 31 December 2026, and then by 31 December of every third year thereafter, the licensee must submit to the Authority for approval the proposed Future Energy Pathways Methodology.

C15.17. Submissions made under paragraph C15.16 must include:



- (a) a detailed explanation of the consultation process undertaken in the development of the Future Energy Pathways Methodology;
- (b) a summary of views from all parties that were consulted in accordance with paragraph C15.14 and an explanation of how these were considered in the development of the Future Energy Pathways Methodology; and
- (c) copies of any formal responses submitted to the licensee as part of its consultation process.

C15.18. The Authority may, on receipt of a submission under paragraph C15.16, either:

- (a) approve the proposed Future Energy Pathways Methodology; or
- (b) give a direction to the licensee that the Future Energy Pathways Methodology requires further development, and the date by which the licensee is required to submit a revised Future Energy Pathways Methodology to the Authority for approval.

### **Part E: Review of the Future Energy Pathways**

C15.19. The licensee must, by 31 December 2025 and by 31 December of every third year thereafter, and by 31 December of 2026 and by 31 December of every third year thereafter:

- (a) review the most recent Future Energy Pathways;
- (b) submit to the Authority for approval any changes the licensee proposes to make to the Future Energy Pathways Methodology required for production of revised Future Energy Pathways outside of the regular cycle as specified in C15.12 and C15.16; and
- (c) publish an updated Future Energy Pathways by 31 July of the Financial Year following that in which approval was sought under C15.19(b) or such other date as directed by the Authority in a form approved by the Authority. This must be based on the latest Future Energy Pathways Methodology approved by the Authority.

C15.20. The Authority may on receipt of a submission under paragraph C15.18 either:

- (a) approve the proposed changes to the Future Energy Pathways Methodology; or
- (b) give a direction to the licensee that the Future Energy Pathways Methodology requires further development, and the date by which the licensee is required to submit a revised Future Energy Pathways Methodology to the Authority for approval.

C15.21. The licensee must publish the Future Energy Pathways on its website.

### **Part F: Derogations**

C15.22. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such an extent, for such period of time,



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and subject to such conditions as may be specified by the Authority by direction after consulting the licensee.

## **Condition C16 Strategic Spatial Energy Plan**

### **Introduction**

C16.1. The purpose of this condition is to establish the licensee's obligation to produce a Strategic Spatial Energy Plan and a Strategic Spatial Energy Plan Methodology in accordance with a Commission issued by the Secretary of State, including setting out:

- (a) in Part A, the requirement to create a Strategic Spatial Energy Plan;
- (b) in Part B, the scope and timing of the Strategic Spatial Energy Plan; and
- (c) in Part C, the requirement to develop the Strategic Spatial Energy Plan Methodology.

### **Part A: Requirement to create a Strategic Spatial Energy Plan**

C16.2. By direction of the Secretary of State, the licensee will develop a Strategic Spatial Energy Plan.

C16.3. The Secretary of State may amend or revoke a direction for the licensee to produce a Strategic Spatial Energy Plan in Writing.

C16.4. The direction issued by the Secretary of State will be in the form of a Commission.

C16.5. The licensee must develop a Strategic Spatial Energy Plan that will assess the optimal locations, quantities and types of energy infrastructure required across Great Britain to meet forecast energy supply and demand, as set out in the Commission.

C16.6. The licensee must apply the Strategic Spatial Energy Plan Methodology in the development of the Strategic Spatial Energy Plan.

C16.7. During the development of the Strategic Spatial Energy Plan the licensee must consult:

- (a) the Secretary of State;
- (b) the Authority;
- (c) other parties set out in the Commission;
- (d) parties as set out in the Strategic Spatial Energy Plan Methodology; and
- (e) other parties that the licensee considers interested in the development of the Strategic Spatial Energy Plan.

C16.8. The consultation in accordance with paragraph C16.7 must be of such a form and duration to reasonably allow all parties set out in paragraph C16.7 to provide representations.

**Part B: Scope and timing of the Strategic Spatial Energy Plan**

C16.9. The licensee must produce a Strategic Spatial Energy Plan in accordance with the requirements, scope and timing as issued by the Secretary of State in the Commission.

C16.10. The licensee must, by 31 December 2026 and by 31 December of every third year thereafter (unless otherwise directed by the Secretary of State) submit to the Secretary of State a Strategic Spatial Energy Plan in accordance with the obligations set out in this condition.

C16.11. The licensee must publish the Strategic Spatial Energy Plan on the licensee's website.

**Part C: Strategic Spatial Energy Plan Methodology**

C16.12. The licensee must develop a Strategic Spatial Energy Plan Methodology and submit it to the Secretary of State and the Authority for review and approval, in line with the requirements and timing set by the Secretary of State in the Commission.

C16.13. Unless otherwise directed by the Secretary of State, by 31 March 2028 and by 31 March of every third year thereafter, the licensee must submit to the Secretary of State a revised Strategic Spatial Energy Plan Methodology, in line with the requirements in Part C of this condition.

C16.14. During the development of the Strategic Spatial Energy Plan Methodology the licensee must consult:

- (a) the Secretary of State;
- (b) the Authority;
- (c) other parties set out in the Commission; and
- (d) other parties that the licensee considers interested in the development of the Strategic Spatial Energy Plan.

C16.15. The consultation in accordance with paragraph C16.14 must be of such a form and duration to reasonably allow all parties set out in paragraph C16.14 to provide representations.

C16.16. The licensee must publish the Strategic Spatial Energy Plan Methodology on the licensee's website.

## **Condition C17 Centralised Strategic Network Plan**

### **Introduction**

C17.1. The purpose of this condition is to set out the obligation of the licensee to develop a Centralised Strategic Network Plan (CSNP) and CSNP Methodology, including setting out:

- (a) in Part A, the requirement to create a Centralised Strategic Network Plan;
- (b) in Part B, the process for issuing and amending the Centralised Strategic Network Plan Guidance;
- (c) in Part C, the development and approval process for the Centralised Strategic Network Plan Methodology;
- (d) in Part D, the approval process for the Centralised Strategic Network Plan; and
- (e) in Part E, the publication of the Centralised Strategic Network Plan.

### **Part A: Requirement to create a Centralised Strategic Network Plan**

C17.2. The licensee must, in accordance with the CSNP Guidance:

- (a) develop and publish a CSNP Methodology; and
- (b) develop and publish a Centralised Strategic Network Plan.

C17.3. In developing the CSNP, the licensee must:

- (a) conduct a whole system strategic assessment of network needs over a rolling 25-year time horizon;
- (b) evaluate network options for achieving Government net zero targets, identifying and selecting optimal network projects required for delivery in the near term and identifying and selecting a portfolio of potential projects for longer-term requirements;
- (c) determine whether a Transmission Licensee or third party will deliver a project that is identified in paragraph C17.3(b); and
- (d) monitor and identify solutions for longer-term trends in electricity transmission and gas transmission operability that can be resolved through commercial means, innovation, or network investments.

C17.4. During the development of the Centralised Strategic Network Plan and in accordance with the CSNP Guidance, the licensee must consult;

- (a) the Authority;
- (b) persons as set out in the CSNP Methodology; and
- (c) publicly, other parties that might be interested in the development of the Centralised Strategic Network Plan.

C17.5. The consultation in accordance with paragraph C17.4 must be of such a form and duration, as reasonably practicable, to reasonably allow all parties set out in paragraph C17.4 to provide representations.

**Part B: Centralised Strategic Network Plan Guidance**

C17.6. The Authority may issue and amend the CSNP Guidance by direction.

C17.7. The CSNP Guidance will contain, but not be limited to:

- (a) instructions and guidance on the process, content, and timeframe for publishing the Centralised System Network Plan; and
- (b) instructions and guidance for the process, content, and publication of the CSNP Methodology.

C17.8. Before directing that the CSNP Guidance comes into effect, the Authority will publish:

- (a) the text of the proposed CSNP Guidance; and
- (b) the period during which representations may be made, which will not be less than 28 days.

C17.9. Before directing any amendment to the CSNP Guidance, the Authority will publish:

- (a) a consultation on the text of any amendments to the CSNP Guidance;
- (b) the date on which the Authority intends the amendments to come into effect; and
- (c) the reasons for any amendment.

**Part C: The approval process for the CSNP Methodology**

C17.10. By 31 December 2025 and by 31 December of every third year thereafter, the licensee must (unless otherwise directed by the Authority) publish the CSNP Methodology.

C17.11. During the development of, and prior to submitting the proposed CSNP Methodology to the Authority pursuant to paragraphs C17.13 and C17.14, the licensee must consult:

- (a) the Authority;
- (b) the Secretary of State; and
- (c) publicly, other parties that might be interested in the development of the CSNP Methodology.

C17.12. The consultation in accordance with paragraph C17.11 must be of such a form and duration to reasonably allow all parties set out in paragraph C17.11 to provide representations.

C17.13. By 30 September 2025 and by 30 September of every third year thereafter, the licensee must (unless otherwise directed by the Authority) submit to the Authority for approval the proposed CSNP Methodology.

C17.14. Submissions made under paragraph C17.13 must include:

- (a) a detailed explanation of the consultation process undertaken in the development of the CSNP Methodology;
- (b) a summary of views from all parties and an explanation of how these were considered in the development of the CSNP Methodology; and
- (c) copies of any formal responses submitted to the licensee as part of its consultation process.

C17.15. The Authority may on receipt of a submission under paragraph C17.13 either:

- (a) approve the proposed CSNP Methodology; or
- (b) give a direction to the licensee that the CSNP Methodology requires further development, and the date by which the licensee is required to submit a revised CSNP Methodology to the Authority for approval.

#### **Part D: The approval process for the Centralised Strategic Network Plan**

C17.16. By 1 June 2027 and by 1 June of every third year thereafter, the licensee must (unless otherwise directed by the Authority) submit to the Authority for approval the proposed CSNP.

C17.17. The Authority may on receipt of a submission under paragraph C17.13 either:

- (a) approve the proposed CSNP; or
- (b) give a direction to the licensee that the CSNP requires further development, and the date by which the licensee is required to submit a revised CSNP to the Authority for approval.

#### **Part E: Publication of the Centralised Strategic Network Plan**

C17.18. By 31 December 2027 and by 31 December of every third year thereafter, (unless otherwise directed by the Authority) the licensee must publish the CSNP in accordance with the latest CSNP Methodology (or other date as directed by the Authority and in a form approved by the Authority as set out in the Centralised Strategic Network Plan Guidance).

C17.19. The licensee must publish the Centralised Strategic Network Plan on its website.

## **Section D: Provision of advice and information**

## **Condition D1 Provision of ISOP Advice**

### **Introduction**

D1.1. The purpose of this condition is to set out the licensee's obligations and reporting requirements in connection with the provision of ISOP Advice.

### **Part A: ISOP Advice to the Authority and to a Minister of the Crown**

D1.2. The licensee must have regard to the provisions set out in the Advice Process Document when providing ISOP Advice.

### **Part B: Further obligations regarding ISOP Advice**

D1.3. The licensee must retain for a period of 6 years:

- (a) a record of each request, and any modified requests, for ISOP Advice, and a copy of all ISOP Advice provided;
- (b) a copy of correspondence related to ISOP Advice provided, and correspondence related to each request, or modified request, referred to in paragraph D1.3(a); and
- (c) a record of any correspondence setting out the licensee's position that it is not reasonably practicable for it to comply with a request for ISOP Advice.

D1.4. The licensee must provide to the Authority such records, maintained in accordance with paragraph D1.3, as the Authority or Secretary of State may request.

D1.5. The licensee must, if so requested by the Authority, give reasoned comments on the accuracy and text of any summary or explanation of any ISOP Advice that the Authority proposes to publish in accordance with section 35 of the Gas Act 1986 or section 48 of the Electricity Act 1989.



## **Condition D2 Information requests by the licensee**

### **Introduction**

- D2.1. The purpose of this condition is to set out the obligations in connection with the licensee's power to request information under section 172 of the Energy Act 2023.
- D2.2. This condition also provides for the ISOP Information Request Statement that sets out further detail on the process the licensee expects to follow when requesting information.

### **Part A: Information requests**

- D2.3. When the licensee acts in accordance with section 172 of the Energy Act 2023, the licensee must comply with the obligations in this condition and the ISOP Information Request Statement as approved by the Authority.

### **Part B: ISOP Information Request Statement**

- D2.4. The licensee must by the date that this licence comes into effect (or such later date as the Authority may direct) prepare and submit to the Authority for approval an ISOP Information Request Statement.
- D2.5. The ISOP Information Request Statement must include, but need not be limited to, the following matters:
- (a) the process the licensee expects to follow when issuing an Information Request Notice, including any further detail around the expected engagement between the licensee and recipient of an Information Request Notice; and
  - (b) the details to be included in an Information Request Notice issued by the licensee.
- D2.6. The licensee must keep the ISOP Information Request Statement under review and determine if any amendment should be made to the ISOP Information Request Statement.
- D2.7. Where the licensee determines that the ISOP Information Request Statement should be amended, or if directed to do so by the Authority, the licensee must amend the ISOP Information Request Statement.
- D2.8. Unless otherwise directed by the Authority, before preparing a new ISOP Information Request Statement under paragraph D2.4, or amending the ISOP Information Request Statement, the licensee must:
- (a) provide a copy of the proposed new or amended ISOP Information Request Statement to the Authority;
  - (b) consult for a period not less than 28 days with interested parties; and
  - (c) within 28 days of the close of the consultation, submit to the Authority a report setting out:

- (i) the proposed amendments;
- (ii) any representations made and not withdrawn; and
- (iii) any change to the amendments proposed as a result of such representations.

D2.9. During the period of 28 days beginning with the date of the receipt of the report under paragraph D2.8(c) or ISOP Information Request Statement under paragraph D2.8(a), whichever is later, the Authority will:

- (a) approve the new or amended ISOP Information Request Statement proposed by the licensee;
- (b) reject the proposed new or amended ISOP Information Request Statement and set out the reasons for such rejection; or
- (c) request more information from the licensee and then approve or reject the proposed amendments to the ISOP Information Request Statement within 28 days of receipt of information that the Authority considers satisfies its request.

D2.10. The licensee must publish the new or amended ISOP Information Request Statement, as approved by the Authority, on the licensee's website.

D2.11. The requirements of paragraphs D2.4, D2.8, D2.9, and D2.10 may be satisfied by actions taken by the licensee and the Authority before this licence comes into effect, as well as after.

### **Part C: Reporting requirements**

D2.12. The licensee must, unless the Authority otherwise consents, maintain for a period of 6 years a record of information requests issued pursuant to section 172 of the Energy Act 2023, including:

- (a) a copy of the Information Request Notice;
- (b) any subsequent variations to the original information requested;
- (c) the recipient's response to the notice, including any refusal or challenges to the notice or requested information;
- (d) the time taken for the recipient to provide the requested information;
- (e) the manner and form the information was provided in; and
- (f) the information provided in response to the notice, and whether such information complied, in the licensee's view, with the notice issued or varied by the licensee.

D2.13. The licensee must provide to the Authority such records, maintained in accordance with paragraph D2.12, as the Authority may request.

## **Condition D3 Provision of information to the Authority**

### **Introduction**

D3.1. The purpose of this condition is to set out the obligations by which the licensee provides information and reports to the Authority for the Authority to perform certain functions.

### **Part A: Provision of information to the Authority**

D3.2. Subject to paragraphs D3.3 and D3.5, the licensee must provide to the Authority, in such manner and at such times as the Authority may reasonably require, such information and must procure and provide to it such reports, as the Authority may reasonably require or as may be necessary for the purpose of performing:

- (a) any functions transferred to or conferred on the Authority by or under the Utilities Act 2000; and
- (b) the regulatory functions conferred on the Authority by or under any other statute or enactment.

### **Part B: Further obligations regarding information provision**

D3.3. The licensee shall not be required by the Authority to provide under this condition, information for the purpose of the exercise of its functions under section 47 of the Electricity Act 1989 or section 34 of the Gas Act 1986.

D3.4. The licensee must, if so requested by the Authority, give reasoned comments on the accuracy and text of any summary or explanation of any information or advice (so far as relating to its ISOP Business) which the Authority proposes to publish pursuant to section 48 of the Electricity Act 1989 or section 35 of the Gas Act 1986.

D3.5. This condition does not require the licensee to produce any documents or give any information which it could not be compelled to produce or give in evidence in civil proceedings before a court.

D3.6. The power of the Authority to call for information under this condition is in addition to any power of the Authority to call for information under or in accordance with any statute, enactment or any other condition. There is a presumption that the provision of information in accordance with any other condition is sufficient for the purposes of that condition, but that presumption shall be rebutted, if the Authority states in Writing that in its opinion such further information is, or is likely to be, necessary to enable it to exercise functions under the condition in question.

## **Condition D4 Provision of information and assistance to the Authority in relation to applications requiring the appointment of an Offshore Transmission Owner**

### **Introduction**

D4.1. The purpose of this condition is to set out the information and assistance as is required by the Authority in relation to:

- (a) in Part A, any application, offer, agreement or variation to contractual terms made under condition E12 (Requirement to offer terms) requiring the appointment of an Offshore Transmission Owner;
- (b) in Part B, the rationale for including Developer-Associated Offshore Wider Works in an offer made under paragraph E12.4 of condition E12 requiring the appointment of an Offshore Transmission Owner.

### **Part A: Provision of information and assistance to the Authority**

D4.2. The licensee must provide to the Authority information relating to:

- (a) any application made under condition E12 that would require the appointment of an Offshore Transmission Owner, including the licensee's initial view on whether Developer-Associated Offshore Wider Works are anticipated in relation to the application;
- (b) any offer made under condition E12 that would require the appointment of an Offshore Transmission Owner and that includes Developer-Associated Offshore Wider Works;
- (c) any agreement entered into under condition E12 that requires the appointment of an Offshore Transmission Owner, specifying, where relevant, if Developer-Associated Offshore Wider Works are included in or affected by the agreement; and
- (d) any agreed variation to the contractual terms entered into under condition E12 that requires the appointment of an Offshore Transmission Owner, specifying, where relevant, if Developer-Associated Offshore Wider Works are included in or affected by the variation.

D4.3. The licensee must submit to the Authority information equivalent to an application in accordance with the STC, made by the licensee to a Transmission Licensee under paragraph 1 or of standard condition D4A (Obligations in relation to offers for connection etc) of the Transmission Licence, in respect of an application made under condition E12 that requires the appointment of an Offshore Transmission Owner.

D4.4. The licensee must provide to the Authority information in electronic form produced by the licensee that the licensee considers provides an appropriate representation of the National Electricity Transmission System, for the conditions on the National Electricity Transmission System relevant to each

agreement notified in accordance with paragraph D4.2(c) and in sufficient detail to enable other parties to undertake Offshore Transmission System design work.

- D4.5. The licensee must provide to the Authority information describing any other design options considered by the licensee that are relevant to each agreement notified in accordance with paragraph D4.2(c).
- D4.6. The licensee must provide the information required under paragraphs D4.2, D4.3, D4.4, and D4.5 without specific request from the Authority and within 10 Business Days of the date of the application or offer made or agreement entered into or variation to contractual terms agreed, under condition E12.
- D4.7. The Authority may require the licensee to provide additional information as the Authority may reasonably require or as may be necessary, for the purposes of appointing an Offshore Transmission Owner. The licensee must agree with the Authority an indicative timetable for additional information provision during a tender exercise.
- D4.8. The licensee must provide the Authority with assistance in assessing Offshore Transmission System designs proposed during a tender exercise, equivalent to that provided to other STC Parties in respect of an application in accordance with the STC. Such assistance may include (but is not limited to) the licensee:
- (a) carrying out an economic impact assessment of proposed Offshore Transmission System designs;
  - (b) assessing the impact of proposed Offshore Transmission System designs that require a change to the assumptions made by the licensee in preparing the offer made under condition E12; and
  - (c) advising on any constraints relevant to the carrying out of the works necessary to connect proposed Offshore Transmission System designs to the National Electricity Transmission System.
- D4.9. The licensee must:
- (a) where an Offshore Transmission System has not been constructed or installed by an Offshore Transmission Owner, provide a Completion Notice to the Authority in respect of that Offshore Transmission System on the same date that any electricity generated by the relevant generating station connected to that Offshore Transmission System is permitted to be transmitted over that Offshore Transmission System onto the Total Electricity System in accordance with the Grid Code; or
  - (b) in all other cases, notify the Authority within 10 Business Days of the completion of any Offshore Transmission System.
- D4.10. The licensee shall not be required by the Authority to provide it under this condition, information for the purpose of the exercise of its functions under section 47 of the Electricity Act 1989.

D4.11. This condition does not require the licensee to produce any documents or give any information which it could not be compelled to produce or give in evidence in civil proceedings before a court.

D4.12. The power of the Authority to call for information under this condition is in addition to the power of the Authority to call for information under or in accordance with any other condition. There is a presumption that the provision of information in accordance with any other condition is sufficient for the purposes of that condition, but that presumption shall be rebutted, if the Authority states in Writing that in its opinion such further information is, or is likely to be, necessary to enable it to exercise functions under the condition in question.

**Part B: Provision of information to the Authority in relation to the assessment of Developer-Associated Offshore Wider Works**

D4.13. When providing information to the Authority under paragraph D4.2(b), the licensee must provide:

- (a) information on the works detailed in the offer to enter into a Bilateral Agreement and/or Construction Agreement made under condition E12, including its initial view of the scale and cost of any Developer-Associated Offshore Wider Works together with relevant information from discussions with Transmission Owners and Developers as appropriate; and
- (b) the licensee's initial view of the Needs Case for the Developer-Associated Offshore Wider Works detailed in the offer.

D4.14. On receipt of information under paragraph D4.2(c) that an agreement which includes Developer-Associated Offshore Wider Works has been entered into under condition E12, the Authority will direct the licensee to submit such information as the Authority considers necessary to enable it to assess and make a decision on the rationale for inclusion of Developer-Associated Offshore Wider Works in the scope of the agreement. This may include a requirement to submit a more detailed Needs Case and information collated by the licensee from other licensees or other relevant parties.

D4.15. The Authority will, following discussions with the licensee, direct the timescales within which the licensee is to submit the information required under paragraph D4.14.

D4.16. The licensee must keep under review any Needs Case submitted to the Authority in accordance with paragraph D4.14 from the date of submission until the Developer-Associated Offshore Wider Works are deemed to be Commissioned. The licensee must notify the Authority of any material changes to the Needs Case or to the circumstances in which the Bilateral Agreement and/or Construction Agreement was made within 10 Business Days of the licensee becoming aware of such change.

D4.17. The Authority may, following notification given to it under paragraph D4.16, require the licensee to provide such additional information as may be necessary for the purposes of enabling the Authority to decide on the continuing rationale for inclusion of Developer-Associated Offshore Wider Works in the scope of the Bilateral Agreement and/or Construction Agreement. The Authority will direct a timetable for provision of additional information under this paragraph.

## **Condition D5 Data assurance requirements**

### **Introduction**

D5.1. The purpose of this condition is to set out the processes and activities the licensee must undertake to reduce the risk, and subsequent impact and consequences, of any inaccurate or incomplete reporting, or any misreporting, of information to the Authority, and the processes the Authority will follow in issuing and amending the Data Assurance Guidance (DAG).

### **Part A: Obligations as regard data assurance requirements**

D5.2. The licensee must:

- (a) comply with the provisions of the DAG;
- (b) where required to provide DAG Data under the provisions of this licence, provide DAG Data which complies with the requirements set out in the DAG;
- (c) subject to paragraph D5.3, where required to provide DAG Data under the provisions of this licence, provide accurate and complete DAG Data;
- (d) carry out a Risk Assessment in accordance with such provisions and timescales as are specified for that purpose in the DAG, and ensure that it has used its best endeavours to mitigate such risks as it has identified in the Risk Assessment;
- (e) if directed by the Authority, procure an independent review of its Data Assurance Activities in accordance with such provisions and timescales as are specified for that purpose in the DAG; and
- (f) provide to the Authority, in accordance with such provisions and timescales as are specified for that purpose in the DAG, reports that contain:
  - (i) the results of the licensee's Risk Assessment;
  - (ii) a description of the Data Assurance Activities that the licensee intends to undertake concerning expected future DAG Data submissions for the relevant reporting period set out in the DAG;
  - (iii) a description of the Data Assurance Activities undertaken by the licensee concerning previously submitted DAG Data for the relevant reporting period set out in the DAG; and
  - (iv) if required, the details and results of the independent review procured by the licensee of its Data Assurance Activities.

D5.3. DAG Data provided to the level of accuracy and reliability required under the relevant licence condition will be considered to be accurate and complete for the purposes of this condition.

D5.4. The licensee must have in place and maintain appropriate systems, processes, and procedures to enable it to perform its obligations under paragraph D5.2.



**Part B: Data Assurance Guidance (DAG)**

- D5.5. The Authority will issue and amend the DAG by direction.
- D5.6. The Authority will publish the DAG on the Authority’s Website.
- D5.7. The DAG will make provision for any of the following matters:
- (a) the DAG Data to which the Risk Assessment applies;
  - (b) the format (including its form, layout, scope and content) of the Risk Assessment;
  - (c) the frequency with which and the timescales within which the Risk Assessment is required to be carried out;
  - (d) the format (including its form, layout, scope and content) of any independent review that may be required of the licensee’s Data Assurance Activities and the associated reporting requirements;
  - (e) the format (including its form, layout, scope and content) of the reporting requirements detailed in paragraph D5.2(f);
  - (f) the frequency with which and the timescales within which the licensee should report on its Data Assurance Activities to the Authority; and
  - (g) the time period to which required reports must relate.
- D5.8. The provisions of the DAG will not exceed what is required to achieve the purposes of this condition, having regard to the materiality of the costs likely to be incurred by the licensee in complying with those provisions relative to the impact on consumers from data reporting errors.
- D5.9. Information requested by the Authority under or in accordance with the requirements of the DAG will not exceed what could be requested from the licensee by the Authority under condition D3 (Provision of information to the Authority).
- D5.10. Before issuing or amending the DAG by direction the Authority will publish on the Authority’s Website:
- (a) the proposed text of the new or amended DAG;
  - (b) the date on which the Authority intends the new or amended DAG to come into effect;
  - (c) the reasons for the new or amended DAG; and
  - (d) the period during which representations may be made on the new or amended DAG, which will not be less than 28 days.

**Part C: Licensee’s obligation to carry out a Data Assurance Activity**

- D5.11. The licensee must comply with any direction by the Authority requiring the licensee to carry out (or, where appropriate, procure and facilitate the carrying out of) such Data Assurance Activity as may be specified in the direction.

D5.12. Before issuing a direction under paragraph D5.10 the Authority will publish on the Authority's Website:

- (a) the text of the proposed direction;
- (b) the date on which the Authority intends the direction to come into effect;
- (c) the reasons why it proposed to issue the direction; and
- (d) the period during which representations may be made on the proposed direction which will not be less than 28 days.

D5.13. The direction will set out:

- (a) a description of the Data Assurance Activity to be carried out by the licensee (or, where appropriate, by a person nominated by the Authority) for the purpose of ensuring the accuracy and completeness of data provided to the Authority;
- (b) if necessary, the steps that must be taken by the licensee to procure and facilitate the carrying out of the activity under paragraph D5.13(a) by any such nominated person;
- (c) a description of the DAG Data to which the activity described in the direction must apply;
- (d) an explanation of why the Authority requires the licensee to carry out that activity;
- (e) any relevant dates by which that activity must be completed; and
- (f) the form and content of any information relating to that activity that the licensee must provide to the Authority.

#### **Part D: Derogations**

D5.14. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such extent, for such period of time, and subject to such conditions as may be specified by the Authority by direction after consulting the licensee.

## **Section E: Industry Codes and charging**

## **Condition E1 Balancing and Settlement Code (BSC)**

### **Introduction**

E1.1. The purpose of this condition is to:

- (a) in Part A, describe the Balancing and Settlement Code (BSC), which is a document that sets out terms between the BSC Parties;
- (b) in Part B, establish the requirements for modification of the BSC;
- (c) in Part C, describe the self-governance route for modification of the BSC;
- (d) in Part D, establish the requirements related to a Significant Code Review; and
- (e) in Part E, establish the licensee's obligations in respect of the BSC Framework Agreement.

### **Part A: Description of the BSC**

E1.2. Without prejudice to any rights of approval, veto or direction the Authority may have, the licensee must use its best endeavours to take such steps (including ensuring that procedures are in place), as are within its power and control, to facilitate the licensee meeting the requirements set out in this condition including by:

- (a) taking such steps as necessary to comply with any approval, veto or direction as may be issued by the Authority from time to time;
- (b) raising code modification proposals;
- (c) providing such assistance as required under the BSC; and
- (d) creating or modifying industry documents including but not limited to the BSC, Core Industry Documents and Industry Codes where necessary.

E1.3. The licensee must have in force a BSC, being a document:

- (a) setting out the terms of the Balancing and Settlement Arrangements described in paragraph E1.12;
- (b) designed so that the Balancing and Settlement Arrangements facilitate achievement of the Applicable BSC Objectives set out in paragraph E1.13;
- (c) including the modification procedures required by paragraphs E1.18 to E1.32;
- (d) including the matters required by paragraph E1.14;
- (e) establishing the BSC Code Administrator and setting out the BSC Code Administrator's powers, duties and functions, which must:
  - (i) include a requirement that, in conjunction with other code administrators, the BSC Code Administrator will maintain, publish, review and (where appropriate) amend the Code of Practice approved by the Authority and any amendments to the Code of Practice are to be approved by the Authority;

- (ii) include facilitating the matters required by paragraphs E1.18 and E1.14;
    - (iii) have regard to and, in particular to the extent that they are relevant, be consistent with the principles contained in, the Code of Practice;
  - (f) establishing the BSC Panel and whose composition must include:
    - (i) an independent chairperson approved by the Authority; and
    - (ii) a consumer representative (appointed by Citizens Advice, Citizens Advice Scotland, Consumer Scotland, or any successor body) who has a vote as specified in the BSC,
- and the licensee shall be taken to comply with this paragraph by modifying the BSC in accordance with the provisions of paragraphs E1.18 and E1.33,
- E1.4. The BSC must also include provisions about:
- (a) arrangements for the operation of any reconciliation mechanism established by the Secretary of State under section 11 of the Energy Act 2010 in connection with a scheme for reducing fuel poverty, where the operator of the reconciliation mechanism is the BSCCo or an Affiliate of the BSCCo; and
  - (b) arrangements that facilitate the operation of Contracts for Difference and arrangements that facilitate the operation of a Capacity Market pursuant to EMR Legislation.
- E1.5. The BSC must not include provisions that prevent or restrict the BSCCo or any Affiliate of the BSCCo from:
- (a) operating the reconciliation mechanism referred to in paragraph E1.4(a); or
  - (b) undertaking the calculation, collection, administration and settlement of amounts payable or arising in respect of Contracts for Difference and capacity agreements entered into pursuant to EMR Legislation.
- E1.6. The BSC may include provisions allowing the BSCCo or any Affiliate of the BSCCo to undertake activities other than those referred to in paragraphs E1.3 and E1.4, subject to Authority consent.
- E1.7. The Balancing and Settlement Arrangements in the BSC shall comply with the Transmission Losses Principle.
- E1.8. The licensee must ensure that the imbalances referred to in paragraph E1.12(b)(ii) are calculated in compliance with Article 4 of The Energy Market Investigation (Electricity Transmission Losses) Order 2016.
- E1.9. The licensee must use its best endeavours to ensure that the BSC is modified in accordance with the EMI Modification Proposal.
- E1.10. Notwithstanding paragraph E1.9 the BSC, including any provisions introduced in accordance with the EMI Modification Proposal, may thereafter be modified from

time to time in accordance with the provisions of paragraphs E1.18 and E1.32 so as to further the Applicable BSC Objectives in paragraph E1.13.

E1.11. Paragraph E1.8 will cease to have effect once the EMI Modification Proposal has been implemented.

E1.12. The Balancing and Settlement Arrangements are:

- (a) arrangements pursuant to which BSC Parties may make, and the licensee may accept, offers or bids to increase or decrease the quantities of electricity to be delivered to or taken off the Total Electricity System at any time or during any period so as to assist the licensee in coordinating and directing the flow of electricity onto and over the National Electricity Transmission System and balancing the National Electricity Transmission System; and for the settlement of financial obligations (between BSC Parties, or between BSC Parties and the licensee) arising from the acceptance of such offers or bids; and
- (b) arrangements:
  - (i) for the determination and allocation to BSC Parties of the quantities of electricity delivered to and taken off the Total Electricity System, and
  - (ii) which set, and provide for the determination and financial settlement of, obligations between BSC Parties, or (in relation to the Electricity System Operator's role in coordinating and directing the flow of electricity onto and over the National Electricity Transmission System) between BSC Parties and the licensee, arising by reference to the quantities referred to in paragraph E1.12(b)(i), including the imbalances (after taking account of the arrangements referred to in paragraph E1.12(a)) between such quantities and the quantities of electricity contracted for sale and purchase between BSC Parties.

E1.13. The Applicable BSC Objectives referred to in paragraph E1.3(b) are:

- (a) the efficient discharge by the licensee of obligations imposed upon it by this licence;
- (b) the efficient, economic and coordinated operation of the National Electricity Transmission System;
- (c) promoting effective competition in the generation and supply of electricity, and (so far as consistent therewith) promoting such competition in the sale and purchase of electricity;
- (d) promoting efficiency in the implementation and administration of the Balancing and Settlement Arrangements described in paragraph E1.12;
- (e) compliance with the Electricity Regulation and any Relevant Legally Binding Decision of the European Commission and/or the Agency;

- (f) implementing and administering the arrangements for the operation of Contracts for Difference and arrangements that facilitate the operation of a Capacity Market pursuant to EMR Legislation; and
- (g) compliance with the Transmission Losses Principle.

E1.14. The BSC must provide for:

- (a) a copy of the BSC to be provided to any person requesting the same upon payment of an amount not exceeding the reasonable costs of making and providing such copy;
- (b) the licensee to refer to the Authority for determination, whether of its own motion or as provided in the BSC, such matters arising under the BSC as may be specified in the BSC;
- (c) information about the operation of the BSC and the Balancing and Settlement Arrangements:
  - (i) to be provided to the Authority; and/or
  - (ii) to be published,

and for the licensee to be empowered to secure compliance with these requirements if so directed by the Authority.

E1.15. The provisions of paragraphs E1.14 and E1.33 shall not limit the matters which may be provided for in the BSC.

E1.16. The Authority may direct the licensee to procure the provision to the Authority of, or the publication of, such information about the operation of the BSC and/or the Balancing and Settlement Arrangements as is referred to in paragraph E1.14(c) and specified in the direction.

E1.17. The licensee must comply with:

- (a) the BSC; and
- (b) any direction to the licensee made in accordance with this condition.

## **Part B: BSC modification procedures**

E1.18. The BSC must include procedures for its own modification (including procedures for the modification of the modification procedures themselves), which procedures must provide:

- (a) subject to paragraphs E1.24 and E1.26, for proposals for modification of the BSC to be made by the licensee, BSC Parties, the Authority (in relation only to modifications within the scope of paragraph E1.31), and such other persons or bodies as the BSC provides;
- (b) for proposals for modification of the BSC to be made by the licensee in accordance with a direction issued by the Authority in accordance with paragraphs E1.18(f), E1.27 (the “Significant Code Review route”) and E1.19(b);

- (c) for the implementation of modification proposals without the Authority’s approval in accordance with paragraphs E1.19 (the "self-governance route") and E1.22;
- (d) for the provision by the BSC Code Administrator of assistance, insofar as is reasonably practicable and on reasonable request, to parties (including, in particular, Small Participants and consumer representatives) that request the BSC Code Administrator's assistance in relation to the BSC including, but not limited to, assistance with:
  - (i) drafting a modification proposal;
  - (ii) understanding the operation of the BSC;
  - (iii) their involvement in, and representation during, the modification procedure processes (including but not limited to BSC Panel and/or workgroup meetings) as required by this condition, specified in the BSC, or described in the Code of Practice; and
  - (iv) accessing information relating to modification proposals and/or modifications;
- (e) for modification proposals made by the Authority or the licensee in accordance with paragraphs E1.18(a), E1.18(b) and E1.18(f)(i) respectively, which fall within the scope of paragraph E1.31:
  - (i) to be accepted into the BSC modification procedures by the BSC Panel;
  - (ii) where they are raised by the licensee, not to be withdrawn without the Authority’s prior consent; and
  - (iii) to proceed in accordance with any timetable directed by the Authority in accordance with paragraph E1.18(f);
- (f) for compliance by the licensee and (where applicable) the BSC Panel with any directions(s) issued by the Authority under this paragraph setting and/or amending a timetable (in relation to a modification proposal which falls within the scope of paragraph E1.31) for the:
  - (i) licensee to raise a modification proposal; and/or
  - (ii) completion of each of the proposal steps outlined in paragraph E1.18 or E1.29, to the extent that they are relevant; and/or
  - (iii) implementation of a modification.
- (g) for the implementation of modification proposals without the Authority’s approval in accordance with paragraph E1.23 (the “fast track self-governance route”);
- (h) except in the case of a modification falling within the scope of paragraph E1.28 or E1.23, where a proposal is made in accordance with paragraphs E1.18(a), E1.18(b) and, unless otherwise directed by the Authority, paragraph E1.18(c):



- (i) for bringing the proposal to the attention of BSC Parties and such other persons having an appropriate interest in it (including consumer representatives);
- (ii) for proper consideration of any representations on the proposal including representations made by Small Participants and/or consumer representatives;
- (iii) for properly evaluating the suitability of the Significant Code Review route or self-governance route for a particular modification proposal
- (iv) for properly evaluating whether the proposed modification would better facilitate achieving the Applicable BSC Objectives, provided that so far as any such evaluation requires information which is not generally available concerning the licensee or the National Electricity Transmission System, such evaluation must be made on the basis of the licensee's proper assessment (which the licensee must make available for these purposes) of the effect of the proposed modification on the matters referred to in paragraphs E1.13(a) and E1.13(b);
- (v) for the development and consideration of any alternative modifications which may, as compared with the proposed modification, better facilitate achieving the Applicable BSC Objective (s), provided that:
  - (1) the alternative proposals are made as described in the Code of Practice and as further specified in the BSC; and
  - (2) unless an extension of time has been approved by the BSC Panel and not objected to by the Authority after receiving notice, any workgroup stage shall last for a maximum period as specified in the BSC from the date on which the original modification was proposed,
- (vi) for the evaluation required under paragraph E1.18(h)(iv) (and, if applicable paragraph E1.18(h)(v)) in respect of the Applicable BSC Objectives to include, where the impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions, to be conducted in accordance with such guidance (on the treatment of carbon costs and evaluation of the greenhouse gas emissions) as may be issued by the Authority,
- (vii) for the preparation of a BSC panel report:
  - (1) setting out the proposed modification and, separately, any alternatives,
  - (2) evaluating the proposed modification and, separately, any alternatives,
  - (3) assessing the extent to which the proposed modification or any alternative would better facilitate achieving the Applicable

BSC Objectives and providing a detailed explanation of the BSC Panel's reasons for that assessment (such assessment to include, where applicable, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions in accordance with paragraph E1.18(h)(vi)),

- (4) assessing the impact of the modification and any alternative on the Core Industry Documents and the changes expected to be required to such documents as a consequence of such modification,
  - (5) setting out a timetable for implementation of the modification and any alternative, including the date with effect from which such modification and any alternative (if made) would take effect; and
- (viii) for the submission of the BSC Panel report to the Authority as soon after the proposal is made as is appropriate (taking into account the complexity, importance and urgency of the modification, and in accordance with the time periods specified in the BSC, which must not be extended unless approved by the BSC Panel and not objected to by the Authority after receiving notice) for the proper execution and completion of the steps in paragraphs E1.18(h)(i) to E1.18(h)(vii);
- (ix) for the revision and re-submission of the BSC panel report provided under paragraphs E1.18(h)(vii) and E1.18(h)(viii), such re-submission to be made, if required by a direction issued by the Authority under paragraph E1.33(b), as soon after the Authority's direction as is appropriate (taking into account the complexity, importance and urgency of the modification),
- (i) for the timetable (referred to in paragraph E1.18(h)(vii)) for implementation of any modification to be either:
- (i) in accordance with any direction issued by the Authority under paragraph E1.18(f)(iii); or
  - (ii) where no direction has been issued by the Authority under paragraph E1.18(f)(iii)

such as will enable the modification to take effect as soon as practicable after the Authority has directed or, in the case of a proposal falling under paragraphs E1.18(c) and E1.19, the BSC Panel has determined that such modification should be made, account being taken of the complexity, importance and urgency of the modification, and for that timetable to be extended or shortened with the consent of or as directed by the Authority after those persons likely to be affected by the revision of the timetable have been consulted;

- (j) for empowering the licensee to secure, if so directed by the Authority in circumstances specified in the BSC,
  - (i) that the modification procedures are complied with in respect of any particular modification in accordance with the terms of the direction;
  - (ii) that, where a modification has been made but not implemented in accordance with its terms, all reasonable steps are taken to implement it in accordance with the terms of the direction;
  - (iii) that the licensee can recover its reasonable costs and expenses properly incurred in complying with the direction, and
- (k) for each of the procedural steps outlined in this paragraph E1.18, to the extent that they are relevant, to be consistent with the principles contained in the Code of Practice.
- (l) for the completion of each of the procedural steps outlined in this paragraph E1.18, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E1.18(f).

### **Part C: Self-governance route**

E1.19. The procedures for the modification of the BSC must provide that modification proposals must only be implemented without the Authority's approval in accordance with this paragraph E1.19 where:

- (a) either of the following applies:
  - (i) in the view of the BSC Panel, the modification proposal meets all of the Self-Governance Criteria and the BSC Panel has submitted to the Authority in respect of the modification proposal and not withdrawn a Self-Governance Statement; or
  - (ii) if a Self-Governance Statement has not been made, or has been withdrawn, the Authority has determined that the Self-Governance Criteria are satisfied and the modification proposal is suitable for the self-governance route; and
- (b) unless otherwise exempted by the Authority, the BSC Panel has sent copies of all consultation responses to the Authority at least 7 days before the BSC Panel intends to make its determination under paragraph E1.19(d); and
- (c) the Authority has not directed that the Authority's decision is required prior to the BSC Panel's determination under paragraph E1.19(d); and
- (d) the BSC Panel has, no earlier than 7 days after sending the consultation responses referred to in paragraph E1.19(b), determined, in accordance with paragraphs E1.18(h)(i) to E1.18(h)(vii) of this condition as applicable, that the modification proposal or any alternative must be implemented on the basis that it would, as compared with the then existing provisions of the BSC and any other modifications proposed in accordance with paragraph E1.18(h)(v), better facilitate the achievement of the Applicable BSC Objectives; and

(e) either of the following applies:

- (i) no appeal has been raised up to and including 15 Working Days after the BSC Panel's determination under paragraph E1.19(d) in respect of such modification proposal and any alternative in accordance with paragraph E1.21; or
- (ii) an appeal has been raised in respect of such a modification proposal and any alternative in accordance with paragraph E1.21 and the Authority has not quashed the BSC Panel's determination referred to in paragraph E1.19(d) of this condition and either remitted the relevant modification proposal and any alternative back to the BSC Panel for reconsideration or taken the decision on the relevant modification proposal and any alternative itself following the appeal.

E1.20. In no circumstances can the self-governance procedure set out in paragraph E1.19 be used to amend the BSC to expand the range of activities that can be undertaken by the BSCCo as contemplated by paragraph E1.6.

E1.21. The procedures for the modification of the BSC must provide that those persons set out at paragraph E1.18(a) may appeal to the Authority the approval or rejection by the BSC Panel of a modification proposal and any alternative falling under the self-governance route, provided the appeal has been made up to and including 15 Working Days after the approval or rejection and in accordance with the procedures specified in the BSC and, in the opinion of the Authority:

(a) either of the following applies:

- (i) the appealing party is, or is likely to be, unfairly prejudiced by the implementation or non-implementation of that modification or alternative proposal; or
- (ii) the appeal is on the grounds that:
  - (1) in the case of implementation, the modification or alternative proposal may not better facilitate the achievement of at least one of the Applicable BSC Objectives; or
  - (2) in the case of non-implementation, the modification or alternative proposal may better facilitate the achievement of at least one of the Applicable BSC Objectives; and

(b) it is not brought for reasons that are trivial, vexatious or have no reasonable prospect of success.

E1.22. The procedures for the modification of the BSC must provide that:

- (a) where an appeal has been raised in respect of a modification proposal and any alternative in accordance with paragraph E1.21 that modification proposal and any alternative must be treated in accordance with any decision and/or direction of the Authority following that appeal;

- (b) if the Authority quashes the BSC Panel’s determination referred to in paragraph E1.19(d) and takes the decision on the relevant modification proposal and any alternative itself following an appeal in accordance with paragraph E1.21, the BSC Panel’s determination of that modification proposal and any alternative referred to in paragraph E1.19(d) shall be treated as a report submitted to the Authority in accordance with the procedures specified in paragraph E1.18(h)(viii) and paragraph E1.33(a) and the BSC Panel’s determination shall be treated as its recommendation.

E1.23. The procedures for the modification of the BSC must provide that modifications must only be implemented without the Authority’s approval in accordance with this paragraph E1.23 (the “fast track self-governance route”) where:

- (a) in the unanimous view of the BSC Panel, the proposed modification meets all of the Fast Track Self-Governance Criteria;
- (b) the BSC Panel unanimously determines that the modification should be made;
- (c) BSC Parties, the licensee and the Authority have been notified of the proposed modification;
- (d) none of the persons named in paragraph E1.23(c) have objected to the proposed modification being made via the fast track self-governance route in the 15 Working Days immediately following the day on which notification was sent; and
- (e) notification under paragraph E1.23(c) contains details of the modification proposed, that it is proposed to be made via the fast track self-governance route, how to object to the modification being made via the fast track self-governance route, the proposed legal drafting and the proposed implementation date.

#### **Part D: Significant Code Review**

E1.24. Without prejudice to paragraph E1.28, the procedures for the modification of the BSC must provide that proposals for modification of the BSC falling within the scope of a Significant Code Review must not be made by the parties listed in paragraph E1.18(a) during the BSC Significant Code Review Phase, except where:

- (a) the Authority determines that the modification proposal may be made, having taken into account (among other things) the urgency of the subject matter of the proposal; or
- (b) the modification proposal is made by the licensee in accordance with paragraphs E1.18(b) and E1.25, or E1.18(f)(i); or
- (c) the modification proposal is made by the Authority in accordance with paragraph E1.18(a).

E1.25. The procedures for the modification of the BSC must provide that where a modification proposal is made during the BSC Significant Code Review Phase, unless otherwise exempted by the Authority, the BSC Panel must:

- (a) comply with the steps in paragraph E1.18(h) subject to paragraph E1.25(c); and
- (b) as soon as practicable notify the Authority of:
  - (i) any representations received in relation to the suitability of the Significant Code Review route; and
  - (ii) the BSC Panel's assessment of whether the proposal falls within the scope of a Significant Code Review and the applicability of the exceptions under paragraph E1.24(a) or E1.24(b), and its reasons for that assessment; and
- (c) if the Authority so directs, not proceed with the modification proposal until the BSC Significant Code Review Phase has ended.

E1.26. The procedures for the modification of the BSC must provide that if within 28 days after the Authority has published its Significant Code Review conclusions:

- (a) the Authority issues Significant Code Review Directions to the licensee, the licensee must comply with those directions and must treat the BSC Significant Code Review Phase as ended;
- (b) the Authority issues to the licensee a statement that no Significant Code Review Directions under paragraph E1.26(a) will be issued in relation to the BSC, the licensee must treat the BSC Significant Code Review Phase as ended;
- (c) the Authority makes a modification proposal in accordance with paragraph E1.18(a), the licensee must treat the BSC Significant Code Review Phase as ended;
- (d) the Authority issues a statement that it will continue work on the Significant Code Review, the licensee must treat the BSC Significant Code Review Phase as continuing until it is brought to an end in accordance with paragraph E1.27;
- (e) neither Significant Code Review Directions under paragraph E1.26(a), nor a statement under paragraphs E1.26(b) or E1.26(d), have been issued, nor a modification proposal under paragraph E1.26(c) has been made, the BSC Significant Code Review Phase will be deemed to have ended.

The Authority's published conclusions and Significant Code Review Directions to the licensee must not fetter the voting rights of the members of the BSC Panel or the recommendation procedures informing the report described at paragraph E1.18(h)(vii).

E1.27. The procedures for modification of the BSC must provide that, if the Authority issues a statement under paragraph E1.26(d) and/or a Backstop Direction in accordance with paragraph E1.30, the BSC Significant Code Review Phase will be deemed to have ended when:

- (a) the Authority issues a statement that the BSC Significant Code Review Phase has ended;



- (b) one of the circumstances in paragraphs E1.26(a) or E1.26(c) occurs (irrespective of whether such circumstance occurs within 28 days after the Authority has published its Significant Code Review conclusions); or
- (c) the Authority makes a decision consenting or otherwise to the modification of the BSC following the BSC Panel's submission of its report under paragraph E1.29(b).

E1.28. The procedures for the modification of the BSC must provide that, where the Authority has issued a statement in accordance with paragraph E1.26(d) and/or a Backstop Direction in accordance with paragraph E1.30, the Authority may submit a modification proposal for a modification falling within the scope of paragraph E1.31(b) to the BSC Panel.

E1.29. The procedures for the modification of the BSC must provide, where the Authority submits a Significant Code Review modification proposal to the BSC Panel in accordance with paragraph E1.28:

- (a) for the preparation of a BSC panel report:
  - (i) evaluating the proposed modification;
  - (ii) assessing the extent to which the proposed modification would better facilitate achieving the Applicable BSC Objectives and providing a detailed explanation of the BSC Panel's reasons for that assessment (such assessment to include, where the impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions, to be conducted in accordance with such 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
  - (iii) setting out a timetable for implementation of the modification, including the date with effect from when the modification (if made) would take effect;
- (b) for the submission of the report to the Authority as soon after the Significant Code Review modification proposal is submitted for evaluation as is appropriate (taking into account the complexity, importance and urgency of the modification, and in accordance with the time periods specified in the BSC, which must not be extended unless approved by the BSC Panel and not objected to by the Authority after receiving notice) for the proper execution and completion of the steps in paragraph E1.29(a);
- (c) for the revision and re-submission of the BSC panel report provided under paragraphs E1.29(a) and E1.29(b), such re-submission to be made, if required by a direction issued by the Authority under paragraph E1.33(b), as soon after the Authority's direction as is appropriate (taking into account the complexity, importance and urgency of the modification);
- (d) for the timetable (referred to in paragraph E1.29(a)(iii)) for implementation of any modification to be either:

- (i) in accordance with any direction issued by the Authority under paragraph E1.18(f)(iii); or
  - (ii) where no direction has been issued by the Authority under paragraph E1.18(f)(iii), such as will enable the modification to take effect as soon as practicable after the Authority has directed that such modification should be made, account being taken of the complexity, importance and urgency of the modification, and for that timetable to be extended or shortened with the consent of or as directed by the Authority after those persons likely to be affected by the revision of the timetable have been consulted; and
- (e) for the completion of each of the procedural steps outlined in this paragraph E1.29, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E1.18(f).

The Authority's published conclusions and Significant Code Review modification proposal shall not fetter the voting rights of the members of the BSC Panel or the recommendation procedures informing the report described at paragraph E1.29(a).

E1.30. The procedures for the modification of the BSC must provide that, where a proposal has been made in accordance with paragraph E1.26(a) or E1.18(f)(i), or by the Authority under paragraph E1.26(c) and it falls within the scope of paragraph E1.31(b), the Authority may issue a Backstop Direction, which requires such proposal and any alternatives to be withdrawn and which causes the BSC Significant Code Review Phase to recommence.

E1.31. Modification proposals fall within the scope of this paragraph where:

- (a) the Authority reasonably considers the modifications are necessary to comply with or implement the Electricity Regulation and/or any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and/or
- (b) the modification proposal is in respect of a Significant Code Review.

E1.32. Further considerations are as follows:

- (a) without prejudice to paragraph E1.19, if a BSC Panel report has been submitted to the Authority in accordance with the procedures described in paragraph E1.18(h)(viii) or E1.29(b), and the Authority is of the opinion that a modification set out in such BSC Panel report would, as compared with the then existing provisions of the BSC and any other modifications set out in such report, better facilitate achieving the Applicable BSC Objectives, the Authority may direct the licensee to make that modification;
- (b) if a BSC Panel report has been submitted to the Authority in accordance with the procedures described in paragraph E1.18(h)(viii) or E1.29(b) and if the Authority determines that the report prepared in accordance with paragraph E1.18(h)(vii) or E1.29(a) is such that the Authority cannot



properly form an opinion in accordance with paragraph E1.32 E1.332(a), the Authority may issue a direction to the BSC Panel:

- (i) specifying the additional steps (including drafting or amending existing drafting of the modification to the BSC), revision (including revision to the timetable), analysis and/or information that it requires in order to form such an opinion; and
  - (ii) requiring the report to be revised and be re-submitted in accordance with paragraph E1.18(h)(ix) or E1.29(c);
- (c) without prejudice to paragraph E1.24 or E1.28, only the licensee will have power to modify the BSC.

### **Part E: BSC Framework Agreement**

E1.33. In regard to the BSC Framework Agreement:

- (a) the licensee must be a party to the BSC Framework Agreement.
- (b) the BSC and/or the BSC Framework Agreement must contain provisions:
  - (i) for admitting as an additional party to the BSC Framework Agreement any person who accepts the terms and fulfils the conditions (each as specified in the BSC) on which accession to the BSC Framework Agreement is offered;
  - (ii) for the licensee to refer to the Authority for determination, whether of its own motion or as provided in the BSC any dispute which arises as to whether a person seeking to be admitted as a party to the BSC Framework Agreement has fulfilled any accession conditions; and if the Authority determines that the person seeking admission has fulfilled all relevant accession conditions, for admitting such person as a party to the BSC Framework Agreement;
  - (iii) for persons to be admitted as additional parties to the BSC Framework Agreement by either:
    - (1) a representative (who need not be a BSC Party) appointed thereunder to act on behalf of all parties to it, or
    - (2) if there is no such representative or if the representative fails to act, the licensee acting on behalf of all parties to it.
- (c) if, following a determination of the Authority as referred to in paragraph E1.33(b)(ii), the representative referred to in paragraph E1.33(b)(iii) fails to act on behalf of all parties to admit such person, the licensee must act on behalf of all parties to admit such person if directed to do so by the Authority.

E1.34. The licensee must take all reasonable measures to secure and implement (consistently with the procedures applicable under or in relation to the Core Industry Documents and/or Industry Codes to which it is party (or in relation to which it holds rights in respect of amendment)), and must not take any steps to prevent or unduly delay, changes to those documents, such changes being

changes which are appropriate in order to give full and timely effect to and/or in consequence of any modification which has been made to the BSC, including, but not limited to, changes that are appropriate in order to avoid conflict or inconsistency as between the BSC and any Core Industry Document or Industry Code.

E1.35. Paragraph E1.34 is without prejudice to any rights of approval, veto or direction in respect of proposed changes to the documents referred to in paragraph E1.34 which the Authority may have.

E1.36. In this condition in the expression "sale and purchase of electricity", sale excludes sale by way of assumption of an imbalance under the BSC and sale by way of supply to premises, and purchase must be construed accordingly.

## **Condition E2 Connection and Use of System Code (CUSC)**

### **Introduction**

E2.1. The purpose of this condition is to:

- (a) in Part A, describe the Connection and Use of System Code (CUSC), which is a document that sets out terms between the CUSC Parties;
- (b) in Part B, establish the requirements for modification of the CUSC;
- (c) in Part C, describe the self-governance route for modification of the CUSC;
- (d) in Part D, establish the requirements related to a Significant Code Review; and
- (e) in Part E, establish the licensee's obligations in respect of the CUSC Framework Agreement.

### **Part A: Description of the CUSC**

E2.2. The licensee must establish arrangements for connection and use of system in respect of matters which are calculated to facilitate the achievement of the Applicable CUSC Objectives set out in paragraph E2.4, other than those matters related to condition B6 (Prohibition on discrimination between users), E3 (Grid Code), E10 (Use of System charging and methodology), E11 (Connection Charging Methodology), E12 (Requirement to offer terms), and E13 (Functions of the Authority).

E2.3. The licensee must comply with paragraph E2.2 by modifying the CUSC, in accordance with the provisions of paragraphs E2.10 and E2.23.

E2.4. The Applicable CUSC Objectives referred to in paragraph E2.2 are:

- (a) in relation to a proposed modification of the Charging Methodologies only:
  - (i) the Use of System Charging Objectives; and
  - (ii) the Applicable Connection Charging Objectives, and
- (b) in relation to any other proposed modification:
  - (i) the efficient discharge by the licensee of the obligations imposed upon it under the Electricity Act 1989 and by this licence;
  - (ii) facilitating effective competition in the generation and supply of electricity, and (so far as consistent therewith) facilitating such competition in the sale, distribution and purchase of electricity;
  - (iii) compliance with the Electricity Regulation and any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and
  - (iv) promoting efficiency in the implementation and administration of the CUSC arrangements.

E2.5. The licensee must prepare a CUSC which sets out:

- (a) the terms of the arrangements made in accordance with paragraphs E2.2 and E2.3;
- (b) the procedures established in accordance with paragraphs E2.10 to E2.21;
- (c) such other terms as appropriate for the purposes of the CUSC; and
- (d) the Charging Methodologies.

E2.6. The CUSC prepared by the licensee must establish:

- (a) The CUSC Code Administrator, and sets out the CUSC Code Administrator's powers, duties and functions which must:
  - (i) include a requirement that, in conjunction with other Relevant Code Administrators, the CUSC Code Administrator must maintain, publish, review and (where appropriate) amend the Code of Practice approved by the Authority and any amendments to the Code of Practice are to be approved by the Authority;
  - (ii) include facilitating the matters required by paragraph E2.10; and
  - (iii) have regard to and, in particular to the extent that they are relevant, be consistent with the principles contained in, the Code of Practice;
- (b) the CUSC Panel, whose functions must include matters required by this condition, and whose composition must include:
  - (i) an independent chairperson approved by the Authority; and
  - (ii) a consumer representative (appointed by Citizens Advice or Citizens Advice Scotland, or any successor body) who has a vote as specified in the CUSC.

E2.7. The licensee must only enter into arrangements for connection and Use of System that are in conformity with any relevant provisions of the CUSC.

E2.8. The CUSC must provide for:

- (a) the licensee and each CUSC User to be contractually bound insofar as is applicable by the terms of the Grid Code;
- (b) agreements, where appropriate, between the licensee, Transmission Licensees and each CUSC User for:
  - (i) the licensee and each CUSC User, where appropriate, to enter into an agreement or agreements, supplemental to and in a form prescribed by the CUSC, setting out site specific details in respect of each site at which the CUSC User's electrical lines or electrical plant is connected to the National Electricity Transmission System;
  - (ii) each CUSC User, where appropriate, to enter into an agreement or agreements with a Transmission Licensee supplemental to and in a form prescribed by the CUSC setting out site specific details in respect of each site at which the CUSC User's electrical lines or electrical plant is connected to the National Electricity Transmission System.

- (c) there to be referred to the Authority for determination such matters arising under the CUSC as may be specified in the CUSC; and
- (d) a copy of the CUSC to be provided to any person requesting the same upon payment of an amount not exceeding the reasonable costs of making and providing such copy.

E2.9. The provisions of paragraphs E2.8 and E2.26 do not limit the matters that may be provided for in the CUSC.

### **Part B: CUSC modification procedures**

E2.10. The licensee must establish and operate procedures for the modification of the CUSC (including procedures for modification of the modification procedures themselves), to better facilitate achievement of the Applicable CUSC Objectives. The procedures must provide (without prejudice to the procedures for modification provided for in paragraph E2.23):

- (a) subject to paragraphs E2.15 and E2.16, for proposals for modification of:
  - (i) the CUSC (other than in respect of proposals for modification of the Charging Methodologies) to be made by the licensee, CUSC Users, the Authority (in relation only to modifications within the scope of paragraph E2.22), and such other persons and bodies as the CUSC may provide; and
  - (ii) the Charging Methodologies to be made by the licensee and/or CUSC Users, the Authority (in relation only to modifications within the scope of paragraph E2.22), Citizens Advice, Citizens Advice Scotland, BSC Parties and/or a Codes Materially Affected Party and in accordance with the provisions of the CUSC unless otherwise permitted by the Authority;
- (b) for proposals for modification of the CUSC to be made by the licensee in accordance with a direction issued by the Authority in accordance with paragraphs E2.10(g), E2.17 (the Significant Code Review route) and E2.29;
- (c) for the implementation of modification proposals without the Authority's approval in accordance with paragraphs E2.11 (the self-governance route) and E2.13;
- (d) for the provision by the CUSC Code Administrator of assistance insofar as is reasonably practicable and on reasonable request to parties, (including, in particular, Small Participants and consumer representatives) that request the CUSC Code Administrator's assistance in relation to the CUSC including, but not limited to, assistance with:
  - (i) drafting a modification proposal;
  - (ii) understanding the operation of the CUSC;
  - (iii) their involvement in, and representation during, the modification procedure processes (including but not limited to CUSC Panel

- and/or workgroup meetings) as required by this condition, specified in the CUSC, or described in the Code of Practice; and
- (iv) accessing information relating to modification proposals and/or modifications;
- (e) for:
- (i) the regular convening of the Charging Methodology Forum for the purposes of discussing further development of the Charging Methodologies;
- (ii) the provision of information by the licensee in accordance with paragraphs E10.10 and E10.11 of condition E10 (Use of System charging and methodology) and paragraphs E11.12 and E11.13 of condition E11 (Connection Charging Methodology); and
- (iii) insofar as is reasonably practicable, the provision by the licensee of such other information or assistance as a Codes Materially Affected Party may reasonably request for the purposes of preparing a proposal to modify a Charging Methodology;
- (f) for modification proposals made by the Authority or the licensee in accordance with paragraphs E2.10(a), E2.10(b) and E2.10(g)(i) respectively that fall within the scope of paragraph E2.22:
- (i) to be accepted into the CUSC modification procedures by the CUSC Panel;
- (ii) where the modification proposals are raised by the licensee, not to be withdrawn without the Authority's prior consent; and
- (iii) to proceed in accordance with any timetable directed by the Authority in accordance with paragraph E2.10(g);
- (g) for compliance by the licensee and (where applicable) the CUSC Panel with any direction issued by the Authority under this paragraph setting and/or amending a timetable (in relation to the modification proposal that falls within the scope of paragraph E2.22) for:
- (i) the licensee to raise a modification proposal; and/or
- (ii) the completion of each of the procedural steps outlined in paragraphs E2.10 or E2.20, to the extent that they are relevant; and/or
- (iii) the implementation of a modification.
- (h) for the implementation of modification proposals without the Authority's approval in accordance with paragraph E2.14 (the "fast track self-governance route");
- (i) except in the case of a modification falling within the scope of paragraphs E2.14 or E2.19, where a proposal is made in accordance with paragraphs E2.10(a), E2.10(b) and, unless otherwise directed by the Authority, E2.10(c):

- (i) for bringing the proposal to the attention of CUSC Parties and such other persons as may properly be considered to have an appropriate interest in it (including consumer representatives);
- (ii) for proper consideration of any representations on the proposal (including representations made by Small Participants and consumer representatives);
- (iii) for properly evaluating the suitability of the Significant Code Review route or self-governance route for a particular modification proposal;
- (iv) for properly evaluating whether the proposed modification would better facilitate achieving the Applicable CUSC Objectives, provided that so far as any such evaluation requires information that is not generally available concerning the licensee or the National Electricity Transmission System, such evaluation must be made on the basis of the licensee's proper assessment (which the licensee must make available for these purposes) of the effect of the proposed modification on the matters referred to in paragraphs E2.4(b)(i) and E2.4(b)(ii).
- (v) for the development and consideration of any alternative modification which may, as compared with the proposed modification, better facilitate achieving the Applicable CUSC Objectives provided that:
  - (1) the alternative proposal is made as described in the Code of Practice and as further specified in the CUSC; and
  - (2) unless an extension of time has been approved by the CUSC Panel and not objected to by the Authority after receiving notice, any workgroup stage shall last for a maximum period (as specified in the CUSC) from the date on which the original modification was proposed,
- (vi) in relation to proposals for the modification of Charging Methodologies, for compliance (as applicable) with:
  - (1) paragraph E10.6 of condition E10; and
  - (2) paragraphs E11.5 and E11.10 of condition E11.
- (vii) for the evaluation required under paragraph E2.10(i)(iv) (and, if applicable, paragraph E2.10(i)(v)) in respect of the Applicable CUSC Objectives to include, where that impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions to be conducted in accordance with such guidance (on the treatment of carbon costs and evaluation of the greenhouse gas emissions) as may be issued by the Authority;
- (viii) for the preparation of a CUSC Panel report:



- (1) setting out the proposed modification and, separately, any alternatives;
  - (2) evaluating the proposed modification and, separately, any alternatives;
  - (3) assessing the extent to which the proposed modification or any alternative would better facilitate achieving the Applicable CUSC Objectives and providing a detailed explanation of the CUSC Panel’s reasons for that assessment (such assessment to include, where applicable, an assessment of the quantifiable impact of the proposal on greenhouse gas emission in accordance with paragraph E2.10(i)(vii));
  - (4) assessing the impact of the modification and any alternative on the Core Industry Documents and the changes expected to be required to such documents as a consequence of such modification;
  - (5) setting out a timetable for implementation of the modification and any alternative, including the date with effect from which such modification and any alternative (if made) would take effect;
- (ix) subject to paragraph E2.10(i)(vi), for the submission of the CUSC Panel report to the Authority as soon after the proposal is made as is appropriate (taking into account the complexity, importance and urgency of the modification and in accordance with the time periods specified in the CUSC, which must not be extended unless approved by the CUSC Panel and not objected to by the Authority after receiving notice) for the proper execution and completion of the steps in paragraphs E2.10(i)(i) to E2.10(i)(viii); and
- (x) subject to paragraph E2.10(i)(vi), for the revision and resubmission of the CUSC Panel report provided under paragraphs E2.10(i)(viii) and E2.10(i)(ix), such resubmission to be made, if required by a direction issued by the Authority under paragraph E2.23(b), as soon after the Authority’s direction as is appropriate (taking into account the complexity, importance and urgency of the modification);
- (j) subject to paragraph E2.10(i)(vi) and without prejudice to paragraph E10.4 of condition E10, for the timetable (referred to in paragraph E2.10(i)(viii)) for implementation of any modification to be either:
- (i) in accordance with any direction issued by the Authority under paragraph E2.10(g)(iii); or
  - (ii) where no direction is issued by the Authority under paragraph E2.10(g)(iii),
- such as will enable the modification to take effect as soon as practicable after the Authority has directed or, in the case of a proposal falling under



paragraphs E2.10(c) and E2.11, the CUSC Panel, has determined that such modification should be made, account being taken of the complexity, importance and urgency of the modification, and for that timetable to be extended with the consent of or as required by the Authority;

- (k) for each of the procedural steps outlined in this paragraph E2.10, to the extent that they are relevant, to be consistent with the principles contained in the Code of Practice; and
- (l) for the completion of each of the procedural steps outlined in this paragraph E2.10, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E2.10(g).

### **Part C: The self-governance route**

E2.11. The procedures for the modification of the CUSC must provide that modification proposals must only be implemented without the Authority's approval pursuant to this paragraph where:

- (a) either of the following applies:
  - (i) in the view of the CUSC Panel, the modification proposal meets all of the Self-Governance Criteria and the CUSC Panel has submitted to the Authority in respect of the modification proposal and not withdrawn a Self-Governance Statement; or
  - (ii) if a Self-Governance Statement has not been made, or has been withdrawn, the Authority has determined that the Self-Governance Criteria are satisfied, and the modification proposal is suitable for the self-governance route; and
- (b) unless otherwise exempted by the Authority, the CUSC Panel has sent copies of all consultation responses to the Authority at least 7 days before the CUSC Panel intends to make its determination under paragraph E2.11(d); and
- (c) the Authority has not directed that the Authority's decision is required prior to the CUSC Panel's determination under paragraph E2.11(d); and
- (d) the CUSC Panel has, no earlier than 7 days after sending the consultation responses referred to in paragraph E2.11(b), determined, in accordance with paragraphs E2.10(i)(i) to E2.10(i)(viii) as applicable, that the modification proposal or any alternative should be implemented on the basis that it would, as compared with the then existing provisions of the CUSC and any other modifications proposed in accordance with paragraph E2.10(i)(v), better facilitate the achievement of the Applicable CUSC Objectives; and
- (e) either of the following applies:
  - (i) no appeal has been raised up to and including 15 Working Days after the CUSC Panel's determination under paragraph E2.11(d) in

respect of such modification proposal and any alternative in accordance with paragraph E2.12; or

- (ii) an appeal has been raised in respect of such a modification proposal and any alternative in accordance with paragraph E2.12 and the Authority has not quashed the CUSC Panel's determination referred to in paragraph E2.11(d) and either remitted the relevant modification proposal and any alternative back to the CUSC Panel for reconsideration or taken the decision on the relevant modification proposal and any alternative itself following the appeal.

E2.12. The procedures for the modification of the CUSC must provide that those persons set out in paragraph E2.10(a) may appeal to the Authority the approval or rejection by the CUSC Panel of a modification proposal and any alternative falling under the self-governance route, provided the appeal has been made up to and including 15 Working Days after the approval or rejection and in accordance with the procedures specified in the CUSC and, in the opinion of the Authority:

(a) either or both of the following applies:

- (i) the appealing party is, or is likely to be, unfairly prejudiced by the implementation or non-implementation of that modification or alternative proposal; or
- (ii) the appeal is on the grounds that:
  - (1) in the case of implementation, the modification or alternative proposal may not better facilitate the achievement of at least one of the Applicable CUSC Objectives; or
  - (2) in the case of non-implementation, the modification or alternative proposal may better facilitate the achievement of at least one of the Applicable CUSC Objectives; and

(b) the appeal is not brought for reasons that are trivial, vexatious or have no reasonable prospect of success.

E2.13. The procedures for the modification of the CUSC must provide that:

- (a) where an appeal has been raised in respect of a modification proposal and any alternative in accordance with paragraph E2.12 that modification proposal and any alternative must be treated in accordance with any decision and/or direction of the Authority following that appeal;
- (b) if the Authority quashes the CUSC Panel's determination referred to in paragraph E2.11(d) and takes the decision on the relevant modification proposal and any alternative itself following an appeal in accordance with paragraph E2.12, the CUSC Panel's determination of that modification proposal and any alternative, referred to in paragraph E2.11(d) will be treated as a report submitted to the Authority in accordance with the procedures specified in paragraphs E2.10(i)(ix) and E2.23(a) and the CUSC Panel's determination will be treated as its recommendation.

E2.14. The procedures for the modification of the CUSC must provide that the modifications must only be implemented without the Authority’s approval in accordance with this paragraph E2.14 (the “fast track self-governance route”) where:

- (a) in the unanimous view of the CUSC Panel, the proposed modification meets all of the Fast Track Self-Governance Criteria;
- (b) the CUSC Panel unanimously determines that the modification should be made;
- (c) the CUSC Parties and the Authority have been notified of the proposed modification;
- (d) none of the persons named in paragraph E2.14(c) have objected to the proposed modification being made via the fast track self-governance route in the 15 Working Days immediately following the day on which notification was sent; and
- (e) notification under paragraph E2.14(c) contains details of the modification proposed, that it is proposed to be made via the fast track self-governance route, how to object to the modification being made via the fast track self-governance route, the proposed legal drafting and the proposed implementation date.

#### **Part D: Significant Code Review**

E2.15. Without prejudice to paragraph E2.19, the procedures for the modification of the CUSC must provide that proposals for modification of the CUSC falling within the scope of a Significant Code Review may not be made by the parties listed in paragraph E2.10(a) during the CUSC Significant Code Review Phase, except where:

- (a) the Authority determines that the modification proposal may be made, having taken into account (among other things) the urgency of the subject matter of the proposal; or
- (b) the modification proposal is made by the licensee in accordance with paragraphs E2.10(b) and E2.17, or E2.10(g)(i); or
- (c) the modification proposal is made by the Authority in accordance with paragraph E2.10(a).

E2.16. The procedures for the modification of the CUSC must provide that, where a modification proposal is made during the CUSC Significant Code Review Phase, unless otherwise exempted by the Authority, the CUSC Panel must:

- (a) comply with the steps in paragraph E2.10(i) subject to paragraph E2.16(c); and
- (b) as soon as practicable notify the Authority of:
  - (i) any representations received in relation to the suitability of the Significant Code Review route; and

- (ii) the CUSC Panel’s assessment of whether the proposal falls within the scope of a Significant Code Review and the applicability of the exceptions under paragraphs E2.15(a) or E2.15(b), and its reasons for that assessment; and
- (c) if the Authority so directs, not proceed with the modification proposal until the CUSC Significant Code Review Phase has ended.

E2.17. The procedures for the modification of the CUSC must provide that if within 28 days after the Authority has published its Significant Code Review conclusions:

- (a) the Authority issues Significant Code Review Directions to the licensee, the licensee must comply with those directions and must treat the CUSC Significant Code Review Phase as ended;
- (b) the Authority issues to the licensee a statement that no Significant Code Review Directions under paragraph E2.17(a) will be issued in relation to the CUSC, the licensee must treat the CUSC Significant Code Review Phase as ended;
- (c) the Authority raises a modification proposal in accordance with paragraph E2.10(a), the licensee must treat the CUSC Significant Code Review Phase as ended;
- (d) the Authority issues a statement that it will continue work on the Significant Code Review, the licensee must treat the CUSC Significant Code Review Phase as continuing until it is brought to an end in accordance with paragraph E2.18;
- (e) neither directions under paragraph E2.17(a), nor a statement under paragraphs E2.17(b) or E2.17(d) have been issued, nor a modification proposal under paragraph E2.17(c), has been made, the CUSC Significant Code Review Phase will be deemed to have ended.

The Authority’s published conclusions and Significant Code Review Directions to the licensee shall not fetter the voting rights of the members of the CUSC Panel or the recommendation procedures informing the report described in paragraph E2.10(i)(viii).

E2.18. The procedures for the modification of the CUSC must provide that, if the Authority issues a statement under paragraph E2.17(d) and/or a Backstop Direction in accordance with paragraph E2.21, the CUSC Significant Code Review Phase will be deemed to have ended when:

- (a) the Authority issues a statement that the CUSC Significant Code Review Phase has ended;
- (b) one of the circumstances in paragraphs E2.17(a) or E2.17(c) occurs (irrespective of whether such circumstance occurs within 28 days after the Authority has published its Significant Code Review conclusions); or

- (c) the Authority makes a decision consenting, or otherwise, to the modification of the CUSC following the CUSC Panel’s submission of its report under paragraph E2.20(b).

E2.19. The procedures for the modification of the CUSC must provide that, where the Authority has issued a statement in accordance with paragraph E2.17(d) and/or a Backstop Direction in accordance with paragraph E2.21, the Authority may submit a modification proposal for a modification falling within the scope of paragraph E2.22(b) to the CUSC Panel.

E2.20. The procedures for the modification of the CUSC must provide, where the Authority submits a Significant Code Review modification proposal to the CUSC Panel in accordance with paragraph E2.19:

- (a) for the preparation of a CUSC Panel report:
  - (i) evaluating the proposed modification;
  - (ii) assessing the extent to which the proposed modification would better facilitate achieving the Applicable CUSC Objectives and providing a detailed explanation of the CUSC Panel’s reasons for that assessment (such assessment to include, where that impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions, to be conducted in accordance with such 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
  - (iii) setting out a timetable for implementation of the modification, including the date with effect from which such modification (if made) would take effect;
- (b) for the submission of the CUSC Panel report to the Authority as soon after the Significant Code Review modification proposal is submitted for evaluation as is appropriate (taking into account the complexity, importance and urgency of the modification, and in accordance with the time periods specified in the CUSC, which must not be extended unless approved by the CUSC Panel and not objected to by the Authority after receiving notice) for the proper execution and completion of the steps in paragraph E2.20(a);
- (c) for the revision and re-submission of the CUSC Panel report provided under paragraphs E2.20(a) and E2.20(b), such re-submission to be made, if required by a direction issued by the Authority under paragraph E2.23(b), as soon after the Authority’s direction as is appropriate (taking into account the complexity, importance and urgency of the modification); and
- (d) for the timetable (referred to in paragraph E2.20(a)(iii)) for implementation of any modification to be either:
  - (i) in accordance with any direction issued by the Authority under paragraph E2.10(g)(iii); or

- (ii) where no direction has been issued by the Authority under paragraph E2.10(g)(iii), such as will enable the modification to take effect as soon as practicable after the Authority has directed that such modification should be made, account being taken of the complexity, importance and urgency of the modification, and for that timetable to be extended or shortened with the consent of or as required by the Authority;
- (e) for the completion of each of the procedural steps outlined in this paragraph E2.20, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E2.10(g).

The Authority's published conclusions and Significant Code Review modification proposal shall not fetter the voting rights of the members of the CUSC Panel or the recommendation procedures informing the CUSC Panel Report described in paragraph E2.20(a).

E2.21. The procedures for modification of the CUSC must provide that, where a proposal has been raised in accordance with paragraph E2.17(a) or E2.10(i), or by the Authority under paragraph E2.17(c) and it falls within the scope of paragraph E2.22(b), the Authority may issue a Backstop Direction, which requires such proposal and any alternatives to be withdrawn and which causes the CUSC Significant Code Review Phase to recommence.

E2.22. Modification proposals fall within the scope of this paragraph where:

- (a) the Authority reasonably considers the modifications are necessary to comply with or implement the Electricity Regulation and/or any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and/or
- (b) the modification proposal is in respect of a Significant Code Review.

E2.23. Further considerations are as follows:

- (a) without prejudice to paragraph E2.11, if a report has been submitted to the Authority in accordance with procedures described in paragraph E2.10(i)(ix) or E2.20(b), and the Authority is of the opinion that a modification set out in such CUSC Panel report would, as compared with the then existing provisions of the CUSC and any alternative modifications set out in such CUSC Panel report, better facilitate achieving the Applicable CUSC Objectives, the Authority may direct the licensee to make that modification.
- (b) if a CUSC Panel Report has been submitted to the Authority in accordance with the procedures described in paragraph E2.10(i)(ix) or E2.20(b) and if the Authority determines that the CUSC Panel Report prepared in accordance with paragraph E2.10(i)(viii) or E2.20(a) is such that the Authority cannot properly form an opinion in accordance with paragraph E2.23(a), the Authority may issue a direction to the CUSC Panel:



- (i) specifying the additional steps (including drafting or amending existing drafting of the amendment to the CUSC), revision (including revision to the timetable), analysis or information that it requires in order to form such an opinion; and
  - (ii) requiring the report to be revised and be resubmitted in accordance with paragraph E2.10(i)(x) or E2.20(c).
- (c) the licensee must only modify the CUSC:
- (i) in order to comply with any direction of the Authority in accordance with paragraph E2.23(a); or
  - (ii) with the consent of the Authority; or
  - (iii) in accordance with paragraphs E2.10(c) and E2.11, or
  - (iv) in accordance with paragraphs E2.10(h) and E2.14,
- and it will not have the power to modify the CUSC in any other circumstance; and the licensee must furnish the Authority with a copy of any modification made.
- (d) without prejudice to paragraph E2.15 or E2.19, only the licensee shall have the power to modify the CUSC.

E2.24. The licensee must prepare and publish a summary of the CUSC as modified or changed in such form and manner as the Authority may direct.

### **Part E: CUSC Framework Agreement**

E2.25. The licensee must be a party to the CUSC Framework Agreement and must comply with the CUSC.

E2.26. The CUSC Framework Agreement must contain provisions:

- (a) for admitting as an additional party to the CUSC Framework Agreement, any person who accepts the terms and fulfils the conditions (each as specified in the CUSC) on which accession to the CUSC Framework Agreement is offered; and
- (b) for referring for the determination by the Authority any dispute that arises as to whether a person seeking to be admitted as a party to the CUSC Framework Agreement has fulfilled any accession conditions; and if the Authority determines that the person seeking accession had fulfilled all relevant standard conditions, for admitting such person to be a party to the CUSC Framework Agreement.

E2.27. The licensee must take all reasonable steps to secure and implement (consistently with the procedures applicable under or in relation to such documents), and shall not take any steps to prevent or unduly delay, changes to the Core Industry Documents or Industry Codes to which it is a party (or in relation to which it holds rights in respect of amendment), such changes being changes that are appropriate in order to give full and timely effect to and/or in consequence of any modification that has been made to the CUSC, including, but

not limited to, changes that are appropriate in order to avoid conflict or inconsistency as between the CUSC and any Core Industry Document or Industry Code.

E2.28. Paragraph E2.27 is without prejudice to any rights of approval, veto or direction in respect of proposed changes to the documents referred to in paragraph E2.27, which the Authority may have.

E2.29. The licensee must comply with any direction to the licensee made in accordance with this condition.

E2.30. Without prejudice to any rights of approval, veto or direction the Authority may have, the licensee must use its best endeavours to ensure that procedures are in place that facilitate its compliance with the requirements of this condition, and must create or modify industry documents including, but not limited to, the CUSC, Core Industry Documents and Industry Codes where necessary.



## **Condition E3 Grid Code**

### **Introduction**

E3.1. The purpose of this condition is to:

- (a) In Part A, describe the Grid Code, which is a document that sets out terms between the Grid Code Parties;
- (b) In Part B, establish the requirements for modification of the Grid Code;
- (c) in Part C, describe the self-governance route for modification of the Grid Code;
- (d) in Part D, establish the requirements related to a Significant Code Review; and
- (e) in Part E, establish the licensee's obligations in respect of the Grid Code.

### **Part A: Description of the Grid Code**

E3.2. The licensee must in consultation with Authorised Electricity Operators liable to be materially affected prepare the Grid Code:

- (a) covering all material technical aspects relating to connections to and the operation and use of the National Electricity Transmission System, or (in so far as relevant to the operation and use of National Electricity Transmission System) the operation of electric lines and electrical plant connected to the National Electricity Transmission System or any Distribution System or any Authorised Distributor, and (without prejudice to the foregoing) making express provision as to the matters referred to in paragraph E3.5 ; and
- (b) which is designed to facilitate the achievement of the following Applicable Grid Code Objectives:
  - (i) to permit the development, maintenance and operation of an efficient, coordinated and economical system for the transmission of electricity;
  - (ii) to facilitate competition in the generation and supply of electricity (and without limiting the foregoing, to facilitate the National Electricity Transmission System being made available to persons authorised to supply or generate electricity on terms, which neither prevents nor restricts competition in the supply of generation of electricity);
  - (iii) subject to paragraphs E3.2(b)(i) and E3.2(b)(ii), to promote the security and efficiency of the electricity generation, transmission and Distribution Systems in the National Electricity Transmission System Operator Area taken as a whole;
  - (iv) to efficiently discharge the obligations imposed upon the licensee by this licence and to comply with the Electricity Regulation and any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and

- (v) to promote efficiency in the implementation and administration of the Grid Code arrangements.

E3.3. The licensee must have in force and comply (subject to paragraph E3.26) with the Grid Code.

E3.4. The Grid Code must provide for:

- (a) the procedures established in accordance with paragraph E3.6 and paragraphs E3.10 to E3.19;
- (b) the Grid Code Panel, a panel body as specified in the Grid Code whose functions must include the matters required by this condition and as set out in the Grid Code and any ancillary documents and whose composition must include:
  - (i) a chairperson; and
  - (ii) a consumer representative (appointed by Citizens Advice or Citizen Advice Scotland, or any successor body) who has a vote as specified in the Grid Code;
- (c) the Grid Code Administrator. In addition to any powers, duties or functions set out in the Grid Code and any ancillary documents, the Grid Code Administrator must:
  - (i) together with other Relevant Code Administrators, maintain, publish, review and (where appropriate) amend the Code of Practice approved by the Authority (with any amendments to the Code of Practice as approved by the Authority);
  - (ii) facilitate the procedures for making a modification to the Grid Code;
  - (iii) have regard to, and (to the extent relevant) be consistent with the principles contained in the Code of Practice; and
  - (iv) provide assistance, as is reasonably practicable and on reasonable request, to Authorised Electricity Operators (including, in particular, Small Participants) and, where relevant, consumer representatives that request the Grid Code Administrator's assistance in relation to the Grid Code including, but not limited to, assistance with:
    - (1) drafting a modification proposal;
    - (2) understanding the operation of the Grid Code;
    - (3) their involvement in, and representation during, the modification procedure processes (including, but not limited to Grid Code Panel and/or workgroup meetings) as required by this condition, specified in the Grid Code, or described in the Code of Practice; and
    - (4) accessing information relating to modification proposals and/or modifications.

- E3.5. The Grid Code must include codes relating to the technical operation of the National Electricity Transmission System, including:
- (a) connection conditions specifying the technical, design and operational criteria to be complied with by the licensee and by any person connected or seeking connection with the National Electricity Transmission System or by any person authorised to generate who is connected with or seeks connection with the National Electricity Transmission System or any Distribution System or any third party that is located in the National Electricity Transmission System Operator Area;
  - (b) an operating code specifying the conditions under which the licensee must operate the National Electricity Transmission System and under which persons must operate their plant or Distribution Systems in relation to the National Electricity Transmission System, insofar as necessary to protect the security and quality of supply and safe operation of the National Electricity Transmission System under both normal and abnormal operating conditions;
  - (c) a planning code specifying the technical and design criteria and procedures to be applied in the planning and development of the National Electricity Transmission System and to be taken into account by persons connected or seeking connection with the National Electricity Transmission System in the planning and development of their own plant and systems; and
  - (d) procedures relating to the outage of Generation Sets and a balancing code specifying, among other matters, information to be submitted by Authorised Electricity Operators to the licensee for the purposes of, and the making of offers and bids in, the Balancing Mechanism, and the issuing by the licensee of the instructions by reference to such offers and bids.

#### **Part B: Grid Code modification procedures**

- E3.6. The licensee must establish and operate procedures for the modification of the Grid Code (including procedures for modification of the modification procedures themselves), so as to better facilitate achievement of the Applicable Grid Code Objectives, where procedures must provide:
- (a) subject to paragraphs E3.14(b) and E3.14(c), for proposals for modification of the Grid Code to be made by the licensee, the Grid Code users, the Authorised Electricity Operators liable to be materially affected thereby, the Authority (in relation only to modifications within the scope of paragraph E3.20), Citizen Advice, Citizens Advice Scotland, and such other persons and bodies as the Grid Code may provide; and
  - (b) for proposals for modification of the Grid Code to be made by the licensee in accordance with a direction issued by the Authority in accordance with paragraphs E3.6(f) and E3.15 (the Significant Code Review route);

- (c) for the implementation of modification proposals without the Authority's approval in accordance with paragraphs E3.10 (the self-governance route) and E3.12;
- (d) for the implementation of modification proposals without the Authority's approval in accordance with paragraph E3.13 (the fast track self-governance route);
- (e) for modification proposals made following a direction by the Authority:
  - (i) to be accepted into the Grid Code modification procedures by the Grid Code Panel;
  - (ii) where they are raised by the licensee, not to be withdrawn without the Authority's prior consent; and
  - (iii) to proceed in accordance with any timetable directed by the Authority in accordance with paragraph E3.6(f);
- (f) for compliance by the licensee and (where applicable) the Grid Code Panel with any direction issued by the Authority under this paragraph setting or amending a timetable (in relation to a modification proposal that falls within the scope of paragraph E3.20) for the:
  - (i) licensee to raise a modification proposal; and/or
  - (ii) completion of the procedural steps outlined in paragraphs E3.6 or E3.18 to the extent that they are relevant; and/or
  - (iii) implementation of a modification.
- (g) except in the case of a modification falling within the scope of paragraph E3.17 or E3.13 where a proposal is made in accordance with paragraph E3.6(a),
  - (i) for bringing the proposal to the attention of the Grid Code Parties and such other persons as may properly be considered to have an appropriate interest in it (including consumer representatives);
  - (ii) for proper consideration of any representations on the proposal (including representations made by Small Participants and consumer representatives);
  - (iii) for properly evaluating the suitability of the Significant Code Review or self-governance route for a particular modification proposal;
  - (iv) for properly evaluating whether the proposed modification would better facilitate achieving the Applicable Grid Code Objectives, provided that so far as any such evaluation requires information that is not generally available concerning the licensee or the National Electricity Transmission System, such evaluation must be made on the basis of the licensee's proper assessment (which the licensee must make available for these purposes) of the effect of the proposed modification on the matters referred to in paragraph E3.2;
  - (v) for the development and consideration of any alternative modification that may, as compared with the proposed modification,

better facilitate achieving the Applicable Grid Code Objectives provided that:

- (1) the alternative proposal is made as described in the Code of Practice and as further specified in the Grid Code; and
  - (2) unless an extension of time has been approved by the Grid Code Panel and not objected to by the Authority after receiving notice, any workgroup stage must last for a maximum period (as specified in the Grid Code) from the date on which the original modification was proposed,
- (vi) for the evaluation required under paragraph E3.6(g)(iv) (and, if applicable, paragraph E3.6(g)(v)) in respect of the Applicable Grid Code Objectives to include, where the impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions to be conducted in accordance with such guidance (on the treatment of carbon costs and evaluation of the greenhouse gas emissions) as may be issued by the Authority;
- (vii) for the preparation of a Grid Code panel report:
- (1) setting out the proposed modification and, separately, any alternatives;
  - (2) evaluating the proposed modification and, separately, any alternatives;
  - (3) assessing the extent to which the proposed modification or any alternative would better facilitate achieving the Applicable Grid Code Objectives and providing a detailed explanation of the Grid Code Panel's reasons for that assessment (such assessment to include, where applicable, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions in accordance with paragraph E3.6(g)(vi));
  - (4) assessing the impact of the modification and any alternative on the Core Industry Documents and the changes expected to be required to such documents as a consequence of such modification;
  - (5) setting out a timetable for implementation of the modification and any alternative, including the date with effect from which such modification and any alternative (if made) would take effect; and
- (viii) for the submission of the report to the Authority, as soon after the proposal is made as is appropriate (taking into account the complexity, importance and urgency of the modification and in accordance with the time periods specified in the Grid Code, which must not be extended unless approved by the Grid Code Panel and

not objected to by the Authority after receiving notice) for the proper execution and completion of the steps in paragraphs E3.6(g)(i) to E3.6(g)(vii);

- (ix) for each of the procedural steps outlined in this paragraph E3.6, to the extent that they are relevant, to be consistent with the principles contained in the Code of Practice; and
- (x) for the completion of each of the procedural steps outlined in paragraph E3.6, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E3.6(f).

E3.7. The licensee must only modify the Grid Code:

- (a) with the consent of the Authority; or
- (b) in accordance with paragraphs E3.10 or E3.13,

and it must not have the power to modify the Grid Code in any other circumstance; and the licensee must furnish the Authority with a copy of any modification made.

E3.8. Without prejudice to paragraph E3.17, only the licensee will have the power to modify the Grid Code.

E3.9. Without prejudice to paragraph E3.10, if a report has been submitted to the Authority in accordance with the procedures described in paragraph E3.6(g)(viii) or E3.18(b), and the Authority is of the opinion that a modification set out in such report would, as compared with the then existing provisions of the Grid Code and any alternative modifications set out in such report, better facilitate achieving the Applicable Grid Code Objectives, the Authority may issue directions requiring the licensee to modify the Grid Code in such manner as may be specified in the directions, and the licensee must forthwith comply with any such directions.

### **Part C: The self-governance route**

E3.10. The procedures for the modification of the Grid Code must provide that modification proposals must only be implemented without the Authority's approval in accordance with this paragraph where:

- (a) either:
  - (i) in the view of the Grid Code Panel, the modification proposal meets all the Self-Governance Criteria and the Grid Code Panel has submitted to the Authority in respect of the modification proposal and not withdrawn a Self-Governance Statement; or
  - (ii) if a Self-Governance Statement has not been made, or has been withdrawn, the Authority has determined that the Self-Governance Criteria are satisfied and the modification proposal is suitable for the self-governance route; and

- (b) unless otherwise exempted by the Authority, the Grid Code Panel has sent copies of all consultation responses to the Authority at least 7 days before the Grid Code Panel intends to make its determination under paragraph E3.10(d); and
- (c) the Authority has not directed that the Authority's decision is required prior to the Grid Code Panel's determination under paragraph E3.10(d); and
- (d) the Grid Code Panel has, no earlier than 7 days after sending the consultation responses referred to in paragraph E3.10(b), determined that the modification proposal, or any alternative must be implemented on the basis that it would, as compared with the then existing provisions of the Grid Code and any other modifications proposed in accordance with paragraph E3.6(g)(v), better facilitate the achievement of the Applicable Grid Code Objectives; and
- (e) either:
  - (i) no appeal has been raised up to and including 15 Working Days after the Grid Code Panel's determination under paragraph E3.10(d) in respect of such modification proposal and any alternative in accordance with paragraph E3.11; or
  - (ii) an appeal has been raised in respect of such a modification proposal and any alternative in accordance with paragraph E3.11 and the Authority has not quashed the Grid Code Panel's determination referred to in paragraph E3.10(d) and either remitted the relevant modification proposal and any alternative back to the Grid Code Panel for reconsideration or taken the decision on the relevant modification proposal and any alternative itself following the appeal.

E3.11. The procedures for the modification of the Grid Code must provide that those persons set out in paragraph E3.6(a) may appeal to the Authority the approval or rejection by the Grid Code Panel of a modification proposal and any alternative falling under the self-governance route, provided the appeal has been made up to and including 15 Working Days after the approval or rejection and in accordance with the procedures specified in the Grid Code and, in the opinion of the Authority:

- (a) either:
  - (i) the appealing party is, or is likely to be unfairly prejudiced by the implementation or non-implementation of that modification or alternative proposal; or
  - (ii) the appeal is on the grounds that:
    - (1) in the case of implementation, the modification or alternative proposal may not better facilitate the achievement of at least one of the Applicable Grid Code Objectives; or



- (2) in the case of non-implementation, the modification or alternative proposal may better facilitate the achievement of at least one of the Applicable Grid Code Objectives; and
- (b) it is not brought for reasons that are trivial, vexatious or have no reasonable prospect of success.

E3.12. The procedures for the modification of the Grid Code must provide that:

- (a) where an appeal has been raised in respect of a modification proposal and any alternative in accordance with paragraph E3.11 that modification proposal and any alternative must be treated in accordance with any decision and/or direction of the Authority following that appeal;
- (b) if the Authority quashes the Grid Code Panel's determination referred to in paragraph E3.10(d) and takes the decision on the relevant modification proposal and any alternative itself following an appeal in accordance with paragraph E3.11, the Grid Code Panel's determination of that modification proposal and any alternative referred to in paragraph E3.10(d) will be treated as a report submitted to the Authority in accordance with the procedures specified in paragraph E3.6(g)(viii) and the Grid Code Panel's determination will be treated as its recommendation.

E3.13. The procedures for the modification of the Grid Code must provide that the modifications must only be implemented without the Authority's approval in accordance with this paragraph (the fast track self-governance route) where:

- (a) in the unanimous view of the Grid Code Panel, the proposed modification meets all of the Fast Track Self-Governance Criteria;
- (b) the Grid Code Panel unanimously determines that the modification should be made;
- (c) the Grid Code Parties and the Authority have been notified of the proposed modification;
- (d) none of the persons named in paragraph E3.13(c) has objected to the proposed modification being made via the fast track self-governance route in the 15 Working Days immediately following the day on which notification was sent; and
- (e) notification under paragraph E3.13(c) contains details of the modification proposed, that it is proposed to be made via the fast track self-governance route, how to object to the modification being made via the fast track self-governance route, the proposed legal drafting and the proposed implementation date.

#### **Part D: Significant Code Review**

E3.14. The procedures for modifying the Grid Code must provide:

- (a) for the revision and resubmission of the report provided for under paragraph E3.6(g)(viii) or E3.18(b) upon, and in accordance with, a



direction issued to the licensee by the Authority where the Authority determines that it cannot properly form an opinion on the approval of the modification proposal in accordance with paragraph E3.19;

- (b) without prejudice to paragraph E3.17, that proposals for the modification of the Grid Code falling within the scope of a Significant Code Review may not be made during the Grid Code Significant Code Review Phase, except:
  - (i) where the Authority determines that the modification proposal may be made, having taken into account (among other things) the urgency of the subject matter of the proposal; or
  - (ii) at the direction of the Authority; or
  - (iii) where the modification proposal is made by the Authority in accordance with paragraph E3.6(a).
- (c) that, where a modification proposal is made during a Grid Code Significant Code Review Phase, the Grid Code Panel must:
  - (i) unless exempted by the Authority, notify the Authority as soon as practicable of:
    - (1) any representations received in relation to the relevance of the Significant Code Review; and
    - (2) the Grid Code Panel's assessment of whether the proposal falls within the scope of the Significant Code Review and its reasons for that assessment; and
  - (ii) if the Authority so directs, not proceed with the modification proposal until the Grid Code Significant Code Review Phase has ended.

E3.15. If, within 28 days after the Authority has published its Significant Code Review conclusions:

- (a) the Authority issues Significant Code Review Directions to the licensee, the licensee must comply with those Significant Code Review Directions and must treat the Grid Code Significant Code Review Phase as ended;
- (b) the Authority issues to the licensee a statement that no directions under paragraph E3.15(a) will be issued in relation to the Grid Code, the licensee must treat the Grid Code Significant Code Review Phase as ended;
- (c) the Authority raises a modification proposal in accordance with paragraph E3.6(a), the licensee must treat the Grid Code Significant Code Review Phase as ended;
- (d) the Authority issues a statement that it will continue work on the Significant Code Review, the licensee must treat the Grid Code Significant Code Review Phase as continuing until it is brought to an end in accordance with paragraph E3.16;
- (e) neither directions under paragraph E3.15(a) nor a statement under paragraph E3.15(b) or E3.15(d) have been issued, nor a modification

proposal under paragraph E3.15(c) has been made, the Grid Code Significant Code Review Phase will be deemed to have ended.

The Authority's published conclusions and directions to the licensee will not fetter any voting rights of the members of the Grid Code Panel or the procedures informing the report described in paragraph E3.6(g)(vii).

- E3.16. The procedures for the modification of the Grid Code must provide that, if the Authority issues a statement under paragraph E3.15(d) and/or a direction in accordance with paragraph E3.19, the Grid Code Significant Code Review Phase will be deemed to have ended when:
- (a) the Authority issues a statement that the Grid Code Significant Code Review Phase has ended;
  - (b) one of the circumstances in paragraph E3.15(a) or E3.15(c) occurs (irrespective of whether such circumstance occurs within 28 days after the Authority has published its Significant Code Review conclusions); or
  - (c) the Authority makes a decision consenting, or otherwise, to the modification of the Grid Code following the Grid Code Panel's submission of its report under paragraph E3.18(b).
- E3.17. The procedures for the modification of the Grid Code must provide that, where the Authority has issued a statement in accordance with paragraph E3.15(d) and/or a direction in accordance with paragraph E3.19, the Authority may submit a modification proposal for a modification falling within the scope of paragraph E3.20(b) to the Grid Code Panel.
- E3.18. The procedures for the modification of the Grid Code must provide, where the Authority submits a Significant Code Review modification proposal to the Grid Code Panel in accordance with paragraph E3.17:
- (a) for the preparation of a Grid Code Panel report:
    - (i) evaluating the proposed modification;
    - (ii) assessing the extent to which the proposed modification would better facilitate achieving the Applicable Grid Code Objectives and providing a detailed explanation of the Grid Code Panel's reasons for that assessment (such assessment to include, where that impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions, to be conducted in accordance with such 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
    - (iii) setting out a timetable for implementation of the modification, including the date with effect from which such modification (if made) would take effect;
  - (b) for the submission of the report to the Authority as soon after the Significant Code Review modification proposal is submitted for evaluation

as is appropriate (taking into account the complexity, importance and urgency of the modification, and in accordance with the time periods specified in the Grid Code, which must not be extended unless approved by the Grid Code Panel and not objected to by the Authority after receiving notice) for the proper execution and completion of the steps in paragraph E3.18(a);

- (c) for the completion of each of the procedural steps outlined in this paragraph E3.18, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E3.6(f).

The Authority's published conclusions and Significant Code Review modification proposal shall not fetter the voting rights of the members of the Grid Code Panel or the recommendation procedures informing the report described in paragraph E3.18(a).

E3.19. The procedures for the modification of the Grid Code must provide that, where a proposal has been raised in accordance with paragraph E3.15(a) or E3.6(f)(i), or by the Authority under paragraph E3.15(c) and it falls within the scope of paragraph E3.20(b), the Authority may issue a Backstop Direction, which requires such proposal and any alternatives to be withdrawn and which causes the Grid Code Significant Code Review Phase to recommence.

E3.20. Modification proposals fall within the scope of this paragraph where:

- (a) the Authority reasonably considers the modifications are necessary to comply with or implement the Electricity Regulation and/or any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and/or
- (b) the modification proposal is in respect of a Significant Code Review.

### **Part E: Obligations on the licensee**

E3.21. The licensee must give or send a copy of the Grid Code to the Authority upon request.

E3.22. The licensee must (subject to paragraph E3.23) give or send a copy of the Grid Code to any person upon request.

E3.23. The licensee may make a charge for any copy of the Grid Code given or sent in accordance with paragraph E3.22 of an amount that will not exceed any amount specified for the time being for the purposes of this condition in directions issued by the Authority.

E3.24. In preparing, implementing and complying with the Grid Code (including in respect of the scheduling of maintenance of the National Electricity Transmission System), the licensee must not unduly discriminate in favour of or against, or unduly prefer, any person or class (or classes) of person.

E3.25. The Authority may (following consultation with the licensee) issue directions relieving the licensee of its obligations to implement or comply with the Grid

Code in respect of such parts of the National Electricity Transmission System and/or to such extent as may be specified in the directions.

E3.26. Without prejudice to any rights of approval, veto or direction the Authority may have, the licensee must use its best endeavours to ensure that procedures are in place that facilitate its compliance with the requirements of this condition including, but not limited to, modifying the Grid Code and any ancillary documents where necessary.

## **Condition E4 System Operator – Transmission Owner Code**

### **Introduction**

E4.1. The purpose of this condition is to:

- (a) in Part A, describe the System Operator – Transmission Owner Code (STC), which is a document that sets out terms between the STC Parties;
- (b) in Part B, establish the requirements for modification of the STC;
- (c) in Part C, describe the self-governance route for modification of the STC;
- (d) in Part D, establish the requirements related to a Significant Code Review;
- (e) in Part E, establish the Code of Practice in respect of the STC;
- (f) in Part F, describe how the STC can be modified by the licensee; and
- (g) in Part G, establish the STC Framework Agreement.

### **Part A: Description of the STC**

E4.2. The licensee must, in common with Transmission Licensees to which standard condition B12 of the Transmission Licence applies, at all times have in force an STC, being a document that:

- (a) sets out the terms between STC Parties whereby the National Electricity Transmission System and each STC Party's Transmission System that forms part of the National Electricity Transmission System, is to be planned, developed, or operated together with any associated arrangements. The STC requires the Transmission Services to be provided together with any associated arrangements;
- (b) sets out the terms by which the licensee allocates Transmission Network Revenue, consistent with the principles that the licensee will only allocate invoiced Transmission Network Revenue (net of payments to the Agency, the Authority, electricity interconnector licensees, Offshore Transmission Owners, the licensee, any other parties as directed by the Authority, and payments associated with the NIC Funding Mechanism) to Transmission Owners. Any difference between invoiced Transmission Network Revenue and Maximum Revenue will be fully shared between the Transmission Owners. Each Transmission Owner's share will be proportionate to their share of Maximum Revenue as notified to the licensee by the Transmission Owners;
- (c) is designed to facilitate achievement of the Applicable STC Objectives;
- (d) includes the modification procedures required by paragraphs E4.8 to E4.21; and
- (e) provides for mechanisms for the resolution of any disputes arising in relation to any of the matters addressed in the STC;

E4.3. The licensee will be taken to comply with paragraph E4.2 by:

- (a) adopting, through entry into the STC Framework Agreement (see Part G of this licence condition) and as the STC in force with effect from the date this condition comes into effect, the document designated by the Secretary of State for the purposes of this condition; and
- (b) modifying such document from time to time in accordance with the provisions of paragraphs E4.8 to E4.22.

E4.4. The terms and arrangements referred to in paragraph E4.2(a) are those which:

- (a) are requisite for the enjoyment and discharge of the rights and obligations of Transmission Licensees and STC Parties arising under any relevant licences, codes or other documents as may be specified from time to time by the Authority, including, but not limited to, rights and obligations that may arise under each of the Core Industry Documents, the BSC, and the CUSC; and
- (b) provide for matters that include:
  - (i) the provision of Transmission Services;
  - (ii) the operation, including the configuration, of the National Electricity Transmission System;
  - (iii) the coordination of the planning of STC Parties' Transmission Systems;
  - (iv) the progression of matters necessary to respond to applications for new connections (or modifications of existing connections);
  - (v) planning for, and coordination of, transmission outages;
  - (vi) procedures for developing, agreeing and implementing Party Entry Processes;
  - (vii) the resolution of disputes;
  - (viii) the exchange of information between STC Parties, which information they are free to disclose and relates to the discharge of their duties under the Electricity Act 1989, Transmission Licences and other relevant statutory obligations;
  - (ix) procedures to enable the licensee to obtain relevant information from STC Parties to enable it to produce information and analysis about the National Electricity Transmission System in accordance with condition C12 (Production of information about the National Electricity Transmission System) and condition C13 (The Network Options Assessment (NOA) process and reporting requirements); and
  - (x) procedures established in accordance with paragraphs E4.8 to E4.21;

nothing in this condition precludes the licensee entering into other terms and arrangements connected with these terms and arrangements, where such other arrangements are consistent or not in conflict with this licence or the STC or other relevant statutory requirements.

E4.5. The Applicable STC Objectives referred to in paragraph E4.2(c) are:

- (a) efficient discharge of the obligations imposed upon Transmission Licensees by Transmission Licences and the Electricity Act 1989;
- (b) efficient discharge of the obligations imposed upon the licensee by the Electricity System Operator licence, the Energy Act 2023 and Electricity Act 1989;
- (c) development, maintenance, and operation of an efficient, economical, and coordinated system of electricity transmission;
- (d) facilitating effective competition in the generation and supply of electricity, and (so far as consistent therewith) facilitating such competition in the distribution of electricity;
- (e) protection of the security and quality of supply and safe operation of the National Electricity Transmission System insofar as it relates to interactions between Transmission Licensees and the licensee;
- (f) promotion of good industry practice and efficiency in the implementation and administration of the arrangements described in the STC;
- (g) facilitation of access to the National Electricity Transmission System for generation not yet connected to the National Electricity Transmission System or Distribution System; and
- (h) compliance with the Electricity Regulation and any Relevant Legally Binding Decisions of the European Commission and/or the Agency.

E4.6. The STC must provide for:

- (a) there to be referred to the Authority for determination such matters arising under the STC as may be specified in the STC;
- (b) a copy of the STC and any part thereof, excluding any confidential information contained in the STC as provided in the STC, to be provided to any person requesting the same upon payment of an amount not exceeding the reasonable costs of making and providing such copy;
- (c) the STC Panel;
- (d) the STC Code Administrator to perform the role of code administrator. In addition to any powers, duties, or functions set out in the STC, the STC Code Administrator must:
  - (i) together with other Relevant Code Administrators, publish, review and, where appropriate, amend from time to time the Code of Practice approved by the Authority. Any amendments to the Code of Practice are to be approved by the Authority;
  - (ii) facilitate the procedures for making a modification to the STC; and
  - (iii) have regard to in particular, and, to the extent relevant, be consistent with the principles contained in, the Code of Practice.



E4.7. The provisions of paragraphs E4.2, E4.4, E4.6 and E4.25 do not limit the matters that may be provided for in the STC.

**Part B: STC modification procedures**

E4.8. The STC must include procedures for its own modification (including procedures for the modification of the modification procedures themselves) to better facilitate achievement of the Applicable STC Objectives. The procedures for modification must provide:

- (a) for proposals for modification of the STC to be made by any of the STC Parties, the Authority (in relation only to modifications which fall within the scope of paragraph E4.20), the licensee or such other persons or bodies as the STC may provide;
- (b) for modification proposals made by the Authority or the licensee under paragraphs E4.8(a) and E4.8(c)(i) respectively, which fall within the scope of paragraph E4.20:
  - (i) to be accepted into the STC modification procedures by the STC Panel;
  - (ii) where modification proposals are raised by the licensee, not to be withdrawn without the Authority's prior consent; and
  - (iii) to proceed in accordance with any timetable directed by the Authority in accordance with paragraph E4.8(c).
- (c) for compliance by the licensee and, where applicable, the STC Panel with any direction(s) issued by the Authority under this paragraph, setting and/or amending a timetable (in relation only to modifications fall within the scope of paragraph E4.20) for:
  - (i) the licensee to raise a modification proposal; and/or
  - (ii) the completion of each of the procedural steps outlined in paragraphs E4.8 or E4.18, to the extent that they are relevant; and/or
  - (iii) the implementation of a modification;
- (d) except for modifications made in accordance with paragraphs E4.12 or E4.17, where a modification proposal is made:
  - (i) for bringing the proposal to the attention of the STC Parties and such other persons as may properly be considered to have an appropriate interest in it:
    - (1) for the proper evaluation of the suitability of the self-governance route (in accordance with the paragraph E4.9) for a particular modification proposal;
    - (2) during a STC Significant Code Review Phase, for the proper evaluation of the relevance of the Significant Code Review to a particular modification proposal;



- (ii) for proper consideration of any representations on the proposal itself or, on the likely effect of the proposal, on the Core Industry Documents;
- (iii) for the preparation by the STC Panel of an assessment of the likely impact of the proposal on each STC Party's Transmission System and its other systems, provided that, so far as any such assessment requires information that is not generally available concerning any STC Party or STC Party's Transmission System, such assessment must be made on the basis of the STC Panel's proper assessment (which the STC Panel must make available for these purposes) of the impact of the proposals on each STC Party's Transmission System;
- (iv) for properly evaluating whether the proposed modification would better facilitate achieving the Applicable STC Objectives, provided that so far as any such evaluation by the STC Panel requires information that is not generally available concerning any STC Party or STC Party's Transmission System or the National Electricity Transmission System, such evaluation must be made on the basis of the STC Panel's proper assessment (which the licensee must make available for these purposes) of the effect of the proposed modification on the matters referred to in paragraph E4.5;
- (v) for the development of any alternative modification that may, as compared with the proposed modification, better facilitate achieving the Applicable STC Objectives;
- (vi) for the evaluation required under paragraph E4.8(d)(iv) (and if applicable, paragraph E4.8(d)(v)) in respect of the Applicable STC Objectives to include, where the impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions, to be conducted in accordance with any such guidance (on the treatment of carbon costs and evaluation of greenhouse gas emissions) as may be issued by the Authority from time to time;
- (vii) for the preparation of a report on behalf of the STC Panel that includes:
  - (1) the proposed modification and any alternative;
  - (2) an evaluation of the proposed modification and any alternative;
  - (3) an assessment of the extent to which the proposed modification or any alternative would better facilitate achieving the Applicable STC Objectives and a detailed explanation of the reasons for that assessment (such assessment to include, where applicable, an assessment of the quantifiable impact of greenhouse gas emissions in accordance with paragraph E4.8(d)(vi));

- (4) to the extent practicable, an assessment of the likely impact on each STC Party's Transmission System and any other systems of that STC Party and an assessment of the likely impact on the National Electricity Transmission System, of the proposed modification;
  - (5) an assessment of the impact of the modification on the Core Industry Documents and the changes expected to be required to such documents as a consequence of the modification;
  - (6) a recommendation by the STC Panel (or in the case of a proposal falling within the scope of paragraph E4.9, a determination), by reference to the STC Panel's assessment against the Applicable STC Objectives, as to whether the proposed modification or any alternative should be made;
  - (7) to the extent practicable, the inclusion in the report of the combined views of the STC Parties concerning the modification and any alternative or, where a combined view is not practicable, the views of each STC Party;
  - (8) a timetable for implementation of the modification and any alternative, including the date with effect from which such modification (if made) is to take effect;
- (viii) for the submission of the report to the Authority as soon after the proposal is made as is appropriate (taking into account the complexity, importance and urgency of the modification) for the proper execution and completion of the steps in paragraphs E4.8(d)(i) to E4.8(d)(vii);
- (e) for the timetable (referred to in paragraph E4.8(d)(vii)) for implementation of any modification to be either:
- (i) in accordance with any direction issued by the Authority under paragraph E4.8(c); or
  - (ii) where no direction has been issued by the Authority under paragraph E4.8(c),
- such as will enable the modification to take effect as soon as practicable after the Authority has directed such modification to be made (or after a determination by the STC Panel in accordance with paragraph E4.9), account being taken of the complexity, importance and urgency of the modification, and for the timetable to be extended with the consent of or as required by the Authority after those persons likely to be affected by the revision of the timetable have been consulted;
- (f) for the completion of each of the procedural steps outlined in this paragraph E4.8, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E4.8(c);

- (g) for separate processes for the modification of the STC Procedures and the schedule listing the STC Procedures in force from time to time and that otherwise forms a part of the STC, to those for the modification of other parts of the STC set out in paragraphs E4.8(a) to E4.8(f) and paragraphs E4.9 to E4.22; and
- (h) for the revision and resubmission of the modification report submitted to the Authority in accordance with paragraphs E4.8(d)(vii) and E4.8(d)(viii) upon, and in accordance with, a direction issued to the STC Panel by the Authority where the Authority determines that it cannot properly form an opinion on the approval of the modification proposal.

### **Part C: Self-governance route**

E4.9. The procedures for the modification of the STC must provide that the modification proposals must only be implemented without the Authority's approval in accordance with this paragraph E4.9 (the self-governance route), where:

- (a) either:
  - (i) in the view of the STC Panel, the modification proposal meets all the Self-Governance Criteria, and the STC Panel has submitted to the Authority in respect of the modification proposal and not withdrawn a Self-Governance Statement; or
  - (ii) if a Self-Governance Statement has not been made, or has been withdrawn, the Authority has determined that the Self-Governance Criteria are satisfied, and the modification proposal is suitable for the self-governance route; and
- (b) unless otherwise exempted by the Authority, the STC Panel has sent copies of all consultation responses to the Authority at least 7 days before the STC Panel intends to make its determination under paragraph E4.9(d); and
- (c) the Authority has not directed that the Authority's decision is required prior to the STC Panel's determination under paragraph E4.9(d); and
- (d) the STC Panel has, no earlier than 7 days after sending the consultation responses referred to in paragraph E4.9(b), determined that the modification proposal or any alternative should be implemented on the basis that it would, as compared with the then existing provisions of the STC and any other modifications proposed in accordance with paragraph E4.8(d)(v), better facilitate the achievement of the Applicable STC Objectives; and
- (e) either:
  - (i) no appeal has been raised up to and including 15 Working Days after the STC Panel's determination under paragraph E4.9(d) in respect of such modification proposal and any alternative; or
  - (ii) an appeal has been raised in respect of such a modification proposal and any alternative in accordance with paragraph E4.10 and the

Authority has not quashed the STC Panel’s determination referred to in paragraph E4.9(d) (and either remitted the relevant modification proposal and any alternative back to the STC Panel for reconsideration or taken the decision on the relevant modification proposal and any alternative itself following the appeal).

E4.10. The procedures for the modification of the STC must provide that those persons set out in paragraph E4.8(a) may appeal to the Authority the approval or rejection by the STC Panel of a modification proposal and any alternative falling under the self-governance route (in accordance with paragraph E4.9), provided the appeal has been made up to and including 15 Working Days after the approval or rejection and in accordance with the procedures specified in the STC and, in the opinion of the Authority:

(a) either of the following applies:

- (i) the appealing party is likely to be unfairly prejudiced by the implementation or non-implementation of that modification or alternative proposal; or
- (ii) the appeal is on the grounds that:
  - (1) in the case of implementation, the modification or alternative proposal may not better facilitate the achievement of at least one of the Applicable STC Objectives; or
  - (2) in the case of non-implementation, the modification or alternative proposal may better facilitate the achievement of at least one of the Applicable STC Objectives; and

(b) the appeal is not brought for reasons that are trivial or vexatious, nor does the appeal have no reasonable prospect of success.

E4.11. The procedures for the modification of the STC must provide that:

- (a) where an appeal has been raised in respect of a modification proposal and any alternative in accordance with paragraph E4.10, that modification proposal and any alternative must be treated in accordance with any decision and/or direction of the Authority following that appeal; and
- (b) if the Authority quashes the STC Panel’s determination referred to in paragraph E4.9(d) of this condition and takes the decision on the relevant modification proposal and any alternative itself following an appeal in accordance with paragraph E4.9(d), the STC Panel’s determination of that modification must be treated as recommended under paragraph E4.8(d)(vii).

E4.12. The procedures for the modification of the STC must provide that the modifications must only be implemented without the Authority approval in accordance with this paragraph E4.12, where:

- (a) in the unanimous view of the STC Panel, the proposed modification meets all of the Fast Track Self-Governance Criteria;
- (b) the STC Panel unanimously determines that the modification should be made;
- (c) the STC Parties and the Authority have been notified of the proposed modification;
- (d) none of the persons named in paragraph E4.12(c) have objected to the proposed modification being made via the fast track self-governance route in the 15 Working Days immediately following the day on which notification was sent; and
- (e) notification under paragraph E4.12(c) contains details of the modification proposed, that it is proposed to be made via the fast track self-governance route, how to object to the modification being made via the fast track self-governance route, the proposed legal drafting and the proposed implementation date.

#### **Part D: Significant Code Review**

E4.13. Without prejudice to paragraph E4.17, the procedures for the modification of the STC must provide that the proposals for the modification of the STC falling within the scope of a Significant Code Review must not be made during the STC Significant Code Review Phase, except:

- (a) where the Authority determines that the modification proposal may be made, having taken into account (among other things) the urgency of the subject matter of the proposal; or
- (b) at the direction of, or by, the Authority.

E4.14. The procedures for the modification of the STC must provide that, where a modification proposal is made during a STC Significant Code Review Phase, the STC Panel must:

- (a) unless exempted by the Authority, notify the Authority as soon as practicable of:
  - (i) any representations received in relation to the relevance of the Significant Code Review; and
  - (ii) the STC Panel's assessment of whether the proposal falls within the scope of the Significant Code Review and its reasons for that assessment; and
- (b) if the Authority so directs, not proceed with the modification proposal until the STC Significant Code Review Phase has ended.

E4.15. The procedures for the modification of the STC must provide that, if within 28 days after the Authority has published its Significant Code Review conclusions:

- (a) the Authority issues Significant Code Review directions to the licensee, the licensee must comply with those Significant Code Review directions and must treat the STC Significant Code Review Phase as ended;
- (b) the Authority issues to the licensee a statement that no directions under paragraph E4.15(a) will be issued in relation to the STC, the licensee must treat the STC Significant Code Review Phase as ended;
- (c) the Authority raises a modification proposal in accordance with paragraph E4.8(a), the licensee must treat the STC Significant Code Review Phase as ended;
- (d) the Authority issues a statement that it will continue work on the Significant Code Review, the licensee must treat the STC Significant Code Review Phase as continuing until it is brought to an end in accordance with paragraph E4.16;
- (e) neither directions under paragraph E4.15(a), nor a statement under paragraphs E4.15(b) or E4.15(d), have been issued, nor a modification proposal under paragraph E4.15(c), has been made, the STC Significant Code Review Phase must be deemed to have ended.

The Authority's published conclusions and directions to the licensee will not fetter any voting rights of the members of the STC Panel or the recommendation procedures informing the report described in paragraph E4.8(d)(vii).

E4.16. The procedures for the modification of the STC must provide that, if the Authority issues a statement under paragraph E4.15(d) and/or a direction in accordance with paragraph E4.19, the STC Significant Code Review Phase must be deemed to have ended when:

- (a) the Authority issues a statement that the STC Significant Code Review Phase has ended;
- (b) one of the circumstances in paragraphs E4.15(a) or E4.15(c) occurs, irrespective of whether such circumstance occurs within 28 days after the Authority has published its Significant Code Review conclusions; or
- (c) the Authority makes a decision consenting, or otherwise, to the modification of the STC following the STC Panel's submission of its report under paragraph E4.18(b).

E4.17. The procedures for the modification of the STC must provide that, where the Authority has issued a statement in accordance with paragraph E4.15(d) and/or a direction in accordance with paragraph E4.19, the Authority may submit a modification proposal for a modification falling within the scope of paragraph E4.20(b) to the STC Panel.

E4.18. The procedures for the modification of the STC must provide, where the Authority submits a Significant Code Review modification proposal to the STC Panel in accordance with paragraph E4.17:

- (a) for the preparation of an STC Panel report:



- (i) evaluating the proposed modification;
  - (ii) assessing the extent to which the proposed modification would better facilitate achieving the Applicable STC Objectives and providing a detailed explanation of the STC Panel’s reasons for the assessment (such assessment to include, where the impact is likely to be material, an assessment of the quantifiable impact of the proposal on greenhouse gas emissions, to be conducted in accordance with any such guidance on the treatment of carbon costs and evaluation of greenhouse gas emissions as may be issued by the Authority from time to time);
  - (iii) assessing, to the extent practicable, the likely impact on each STC Party’s Transmission System and any other systems of that STC Party and assessing the likely impact on the National Electricity Transmission System, of the proposed modification;
  - (iv) assessing the impact of the modification on the Core Industry Documents and the changes expected to be required to such documents as a consequence of the modification;
  - (v) including a recommendation by the STC Panel, by reference to the STC Panel’s assessment against the Applicable STC Objectives, as to whether the proposed modification should be made;
  - (vi) including, to the extent practicable, in the report the combined views of the STC Parties concerning the modification or, where a combined view is not practicable, the views of each STC Party; and
  - (vii) a timetable for implementation of the modification, including the date with effect from which such modification (if made) would take effect;
- (b) for the submission of the report to the Authority as soon after the Significant Code Review modification proposal is submitted for evaluation as is appropriate (taking into account the complexity, importance and urgency of the modification) for the proper execution and completion of the steps in paragraph E4.18(a);
- (c) for the revision and resubmission of the modification report submitted to the Authority in accordance with paragraph E4.18(b) upon, and in accordance with, a direction issued to the STC Panel by the Authority where the Authority determines that it cannot properly form an opinion on the approval of the modification proposal; and
- (d) for the timetable (referred to in paragraph E4.18(a)(vii)) for implementation of any modification to be either:
- (i) in accordance with any direction issued by the Authority; or
  - (ii) where no direction has been issued by the Authority, such as will enable the modification to take effect as soon as practicable after the Authority has directed that such modification should be made, account being taken of the complexity, importance and urgency of

the modification, and for that timetable to be extended or shortened with the consent of or as directed by the Authority after those persons likely to be affected by the revision of the timetable have been consulted;

- (e) for the completion of each of the procedural steps outlined in paragraph E4.18, to the extent that they are relevant, to be in accordance with any timetable directed by the Authority under paragraph E4.8(c).

The Authority's published conclusions and Significant Code Review modification proposal shall not fetter the voting rights of the members of the STC Panel or the recommendation procedures informing the report described in paragraph E4.18(a).

E4.19. The procedures for the modification of the STC must provide that, where a proposal has been raised in accordance with paragraphs E4.15(a) or E4.8(c), or the Authority under paragraph E4.8(a) and it falls within the scope of paragraphs E4.20(a) and/or E4.20(b), the Authority may issue a Backstop Direction, which requires such proposal and any alternatives to be withdrawn and which causes the STC Significant Code Review Phase to recommence.

E4.20. Modification proposals fall within the scope of this paragraph where:

- (a) the Authority reasonably considers the modifications are necessary to comply with or implement the Electricity Regulation; and/or any Relevant Legally Binding Decisions of the European Commission and/or the Agency; and/or
- (b) the modification proposal is in respect of a Significant Code Review.

### **Part E: Code of Practice**

E4.21. The procedures for the modification of the STC must be consistent with the principles set out in the Code of Practice, to the extent that they are relevant.

### **Part F: Modification by the licensee**

E4.22. Modification of the STC by the licensee is permissible under the following conditions:

- (a) if a report has been submitted to the Authority in accordance with procedures described in paragraph E4.8(d)(viii), and the Authority is of the opinion that a modification set out in such report would, as compared with the then existing provisions of the STC and any alternative modification set out in such report, better facilitate achieving the Applicable STC Objectives, the Authority may direct the licensee to make that modification on behalf of the STC Parties and the licensee must provide a copy of the direction to all the other STC Parties.
- (b) the licensee, on behalf of the STC Parties, must only modify the STC:
  - (i) in order to comply with any direction of the Authority in accordance with paragraph E4.22(a); or



- (ii) with the consent of the Authority; or
- (iii) in accordance with paragraph E4.9 (the self-governance route); or
- (iv) in accordance with paragraph E4.12 (the fast track self-governance route), and

the licensee must not have the power to modify the STC in any other circumstance; and the licensee must furnish the Authority with a copy of any modification made.

- (c) only the licensee shall have the power to modify the STC.
- (d) the licensee must ensure that a copy of any direction of the Authority in accordance with paragraph E4.22(a) is made available to each STC Party, including by way of publication.
- (e) the licensee must ensure that the other STC Parties are provided with a copy of any modification.

E4.23. The licensee must prepare and publish a summary of the STC as modified or changed, from time to time, in such form and manner as the Authority may, from time to time, direct.

#### **Part G: STC Framework Agreement**

E4.24. The licensee must be a party to the STC Framework Agreement and must comply with the STC.

E4.25. The STC Framework Agreement must contain provisions:

- (a) for admitting as an additional party any person, who accepts the terms and fulfils the conditions (each as specified in the STC) on which accession to the STC Framework Agreement is offered; and
- (b) for referring for determination by the Authority any dispute which arises as to whether a person seeking to be admitted as a party to the STC Framework Agreement has fulfilled any accession conditions; and if the Authority determines that the person seeking accession has fulfilled all relevant accession conditions, for admitting such person to be a party to the STC Framework Agreement.

E4.26. The licensee must, in conjunction with the other STC Parties, take all reasonable steps to secure and implement (consistently with the procedures applicable under or in relation to such documents), and must not take any steps to prevent or unduly delay, changes to the Core Industry Documents (other than the Grid Code) to which it is a party (or in relation to which it holds rights in respect of modification), such changes being changes which are appropriate in order to give full and timely effect to and/or in consequence of any modification which has been made to the STC.

E4.27. The licensee must, in conjunction with the other STC Parties, take all reasonable steps to secure and implement (consistently with the procedures for modification set out in the STC and in this condition), and must not take any steps to prevent

or unduly delay, changes to the STC which are appropriate in order to give full and timely effect to or in consequence of any change which has been made to the Core Industry Documents (other than the Grid Code).

- E4.28. Paragraphs E4.26 and E4.27 are without prejudice to any rights of approval, veto or direction, in respect of proposed changes to the documents referred to in those paragraphs, which the Authority may have.
- E4.29. Without prejudice to any rights of approval, veto or direction that the Authority may have, the licensee must use its best endeavours to ensure that procedures are in place to facilitate its compliance with the requirements of this condition, including, but not limited to, modification of the STC where necessary.
- E4.30. The licensee must comply with any direction made to the licensee, in accordance with this condition.
- E4.31. Following consultation with all affected STC Parties, the Authority may issue directions relieving the licensee of its obligations to implement or comply with the STC in respect of such parts of the licensee's Transmission System or the National Electricity Transmission System, or to such extent as may be specified in the direction.

## **Condition E5 Compliance with Distribution Codes**

### **Introduction**

E5.1. The purpose of this condition is to establish the licensee's obligations in relation to the Distribution Codes.

### **Part A: Licensee's duties**

E5.2. The licensee must comply with the provisions of every Distribution Code insofar as applicable to it.

E5.3. The Authority may, following consultation with the Licensed Distributor responsible for the relevant Distribution Code and any other directly affected Authorised Electricity Operators, issue directions relieving the licensee of its obligation under paragraph E5.2 in respect of such parts of such Distribution Codes, and to such extent and subject to such conditions as may be specified in those directions.

E5.4. The licensee must be a party to and comply with the Distribution Connection and Use of System Agreement insofar as applicable to it.

## **Condition E6 Security arrangements**

### **Introduction**

E6.1. The purpose of this condition is to set out the licensee's obligations in relation to security arrangements.

### **Part A: Requirements of the security arrangements**

E6.2. The licensee must:

- (a) in respect of its functions under this licence in England and Wales, comply with the provisions of the Fuel Security Code and such provisions shall have effect as if they were set out in this licence; and
- (b) in respect of its functions under this licence in Scotland, and if so directed in directions issued by the Authority for the purposes of this condition, not later than such date as may be specified in such directions, enter into an agreement designated by the Secretary of State for the purposes of this condition relating to compliance with directions issued by the Secretary of State under section 34 and/or section 35 of the Electricity Act 1989.

E6.3. The licensee must comply with and perform its obligations under any agreement, which it enters into in accordance with paragraph E6.2(b) above.

## **Condition E7 Transmission system security standard and quality of service**

### **Introduction**

E7.1. The purpose of this condition is to establish the licensee's obligations in relation to the National Electricity Transmission System security and quality of supply standard.

### **Part A: National Electricity Transmission System security and quality of supply standard**

E7.2. Subject to any Connect and Manage Derogation made under paragraphs E7.3, E7.4, and E7.5 of this condition, the licensee must:

(a) plan, develop and operate the National Electricity Transmission System; and

(b) coordinate and direct the flow of electricity onto and over the National Electricity Transmission System,

in accordance with the National Electricity Transmission System security and quality of supply standard as in force at the relevant time, together with the STC, the Grid Code or such other standard of planning and operation as the Authority may approve from time to time, and with which the licensee may be required to comply (following consultation, where appropriate, with any Authorised Electricity Operator liable to be materially affected thereby).

### **Part B: Derogation conditions**

E7.3. Before making a Connect and Manage Offer in accordance with condition C11, the licensee must determine whether, if it were to make that Connect and Manage Offer, it would comply with paragraph E7.2 at the Connection Date. If the licensee determines that making that Connect and Manage Offer would be inconsistent with its obligations under paragraph E7.2, the licensee must determine by reference to the Connect and Manage Derogation Criteria whether, and to what extent, a Connect and Manage Derogation is required and appropriate and subsequently produce a Connect and Manage Derogation Report.

E7.4. Where a Connect and Manage Derogation Report is submitted to the licensee by a Transmission Licensee as part of an Associated TO Offer, the licensee must:

(a) determine whether the Connect and Manage Derogation detailed in the Connect and Manage Derogation Report satisfies the Connect and Manage Derogation Criteria; and

(b) if it does not satisfy such criteria, advise the relevant Transmission Licensee as soon as reasonably practicable following receipt of the Associated TO Offer that it proposes to raise a dispute under the STC in respect of the Associated TO Offer. The licensee shall be deemed to have approved the Connect and Manage Derogation on acceptance of the Associated TO Offer.

E7.5. Where the licensee determines that a Connect and Manage Derogation is required to enable it to make a Connect and Manage Offer, the licensee is not required to comply with the requirements of paragraph E7.2 (to the extent of the Connect and Manage Derogation) until the Wider Works relevant to that Connect and Manage Connection have been completed.

### **Part C: Reporting and statements**

E7.6. The licensee must have in force a statement approved by the Authority following consultation with any relevant Authorised Electricity Operator setting out the criteria by which system availability, security and service quality of the National Electricity Transmission System may be measured and where such measurement is dependent on information provided to the licensee by the Transmission Owner, the statement must specify the information to be so provided.

E7.7. The licensee must, within 4 months after the end of each Financial Year, submit to the Authority a report providing details of system availability, security and service quality of the National Electricity Transmission System during the previous Financial Year against the criteria referred to in paragraph E7.6 and must publish the report if within 2 months of the date of submission the Authority does not give a direction to the licensee not to publish the report.

E7.8. The Authority may (following consultation with the licensee and, where appropriate, any relevant Authorised Electricity Operator) issue directions relieving the licensee of its obligations under paragraph E7.2 in respect of such parts of the National Electricity Transmission System and to such extent as may be specified in the directions.

E7.9. The licensee must give or send a copy of the documents (other than the Grid Code and the STC) referred to in paragraph E7.2 (as from time to time amended) to the Authority.

E7.10. The licensee must (subject to paragraph E7.8) give or send a copy of the documents (as from time to time revised) referred to in paragraph E7.6 to any person requesting the same.

E7.11. The licensee may charge for any copy given or sent in accordance with paragraph E7.10 of an amount, which will not exceed any amount specified for the time being for the purpose of this condition in a direction issued by the Authority.

## **Condition E8 SO:TO Optimisation Governance**

### **Introduction**

- E8.1. The purpose of this condition is to set out the requirements upon the licensee to act consistently with the SO:TO Optimisation Governance Document.
- E8.2. Nothing in this condition replaces, overrides, or limits:
- (a) any statutory duty imposed on the licensee;
  - (b) any other obligation of the licensee under the licence or any code, particularly in relation to the licensee's compliance with condition E4 (System Operator – Transmission Owner Code) and condition E7 (Transmission system security standard and quality of service); or
  - (c) the System Operator – Transmission Owner Code (the STC).

### **Part A: SO-TO Optimisation Governance**

- E8.3. The licensee must comply with the SO:TO Optimisation Governance Document.
- E8.4. The Authority will issue and amend the SO:TO Optimisation Governance Document by direction.
- E8.5. The Authority will publish the SO:TO Optimisation Governance Document on the Authority's Website.
- E8.6. The SO:TO Optimisation Governance Document will make provision about the governance and administration of the SO:TO Optimisation Governance Document including:
- (a) the definition of 'SO-TO Optimisation Solutions';
  - (b) the methodology the licensee must use when providing the Authority with forecasts in relation to SO-TO Optimisation Solutions; and
  - (c) the reporting obligations in respect of SO-TO optimisation output delivery incentive.
- E8.7. Before directing that the SO:TO Optimisation Governance Document comes into effect, the Authority will publish on the Authority's Website:
- (a) the text of the proposed SO:TO Optimisation Governance Document;
  - (b) the date on which the Authority intends the SO:TO Optimisation Governance Document to come into effect; and
  - (c) the period during which representations may be made on the amendments to the SO:TO Optimisation Governance Document, which will not be less than 28 days.
- E8.8. Before directing an amendment to the SO:TO Optimisation Governance Document, the Authority will publish on the Authority's Website:
- (a) the text of the amended SO:TO Optimisation Governance Document;

- (b) the date on which the Authority intends the amended SO:TO Optimisation Governance Document to come into effect;
- (c) the reasons for the amendment to the SO:TO Optimisation Governance Document; and
- (d) the period during which representations may be made on the amendment to the SO:TO Optimisation Governance Document, which will not be less than 28 days.

**Part B: SO-TO Optimisation Report**

- E8.9. The licensee must provide a SO-TO Optimisation Report in accordance with the SO:TO Optimisation Governance Document.



## **Condition E9 Duty to cooperate**

### **Introduction**

E9.1. The purpose of this condition is to set out the licensee's obligations to cooperate when it has followed any guidance as set out by a Significant Code Review (SCR) or entered into a framework agreement or otherwise acceded to any and all of the following:

- (a) the Grid Code;
- (b) the Distribution Code;
- (c) the Connection and Use of System Code (CUSC);
- (d) the Balancing and Settlement Code (BSC);
- (e) the System Operator – Transmission Owner Code (STC);

### **Part A: Requirements for cooperation**

E9.2. This condition shall apply where the licensee has entered into a framework agreement or otherwise acceded to any of:

- (a) the Grid Code;
- (b) the Distribution Code;
- (c) the CUSC;
- (d) the BSC; or
- (e) the STC.

E9.3. The licensee will cooperate with the Authority and/or any person appointed by the Authority or appointed pursuant to a direction of the Authority, to undertake any reasonable requests in relation to planning, project assurance and/or coordination/systems integration in order to give full effect to the conclusions of a Significant Code Review.

E9.4. Cooperation for the purposes of paragraph E9.3 may include but is not limited to:

- (a) the sharing of such information as reasonable, and constructive participation in industry engagement in order to undertake appropriate planning of changes to IT systems or industry standard operational processes system changes pursuant to the conclusions of a Significant Code Review;
- (b) the provision of such data as may be identified and reasonably requested in order to undertake testing and/or the population of any new central systems;
- (c) the preparation and cleansing of such data as may reasonably be requested in order to facilitate live operation of the new central system;
- (d) the provision of test scripts and results of any testing as may be requested by any person appointed to assure the success of any testing;

(e) all reasonable steps to:

- (i) meet key programme milestones for the completion of any action assigned to the licensee;
- (ii) adhere to any remedial plan put in place to address any issues, delays or slippage that may impact the licensee's ability to meet programme milestones, to the extent that failure to do so may jeopardise the successful and timely implementation of the programme;
- (iii) identify any dependencies that the licensee may have upon agents or other third-parties and secure the necessary support from such parties; and
- (iv) promptly escalate and/or resolve any disputes that if unresolved may jeopardise the fulfilment of these obligations.

## **Condition E10 Use of System charging and methodology**

### **Introduction**

E10.1. The purpose of this condition is to establish the licensee's obligations relating to the Use of System Charges, and to conform to the Use of System Charging Methodology as modified in accordance with Part B of this condition and condition E2 (Connection and Use of System Code (CUSC)).

### **Part A: Use of System Charges**

E10.2. The licensee must:

- (a) have in force a Use of System Charging Methodology approved by the Authority; and
- (b) conform to the Use of System Charging Methodology as modified in accordance with Part B of this condition and condition E2.

E10.3. The licensee must:

- (a) prepare a statement approved by the Authority of the Use of System Charging Methodology;
- (b) prepare, other than in respect of a charge that the Authority has consented need not appear, a statement, in a form approved by the Authority, of the Use of System Charges determined in accordance with the Use of System Charging Methodology and in such form and detail as necessary to enable any person to make (other than in relation to Balancing Services Charges) a reasonable estimate of the charges to which the person would become liable for the provision of such services; and
- (c) without prejudice to paragraph E10.6 of this condition or condition E2 if any change is made in:
  - (i) the Use of System Charges other than in relation Balancing Services Charges; or
  - (ii) the Use of System Charging Methodology,the licensee must (before the changes take effect) provide the Authority with a revision of the Use of System Charging Statement (or if the Authority so approves, with amendments to the previous such statement) and/or (as the case may be) with a revision of the statement of the Use of System Charging Methodology, which reflect the changes.

E10.4. Approvals by the Authority in accordance with paragraphs E10.2(a) and E10.3(a) may be granted subject to such conditions relating to further action to be undertaken by the licensee in relation to the Use of System Charging Methodology better meeting the Use of System Charging Objectives including, but not limited to, matters identified in any initial consultation by the Authority, as the Authority deems appropriate. Such conditions may include, but are not limited to, elements relating to the time by which action under the conditions must be completed.

E10.5. Nothing in this condition affects the ability of the licensee to charge according to the statement issued in accordance with paragraph E10.3(b).

E10.6. The licensee:

- (a) shall give, except where the Authority consents to a shorter period, 150 days' notice to the Authority of any proposals to change the Use of System Charges, other than in relation to Balancing Services Charges, together with a reasonable assessment of the effect of the proposals (if implemented) on those charges;
- (b) except insofar as the Authority otherwise directs or consents, must not make any changes to the Use of System Charges more frequently than once in each Financial Year such that any change will take effect on 01 April in a Financial Year; and
- (c) where it has decided to implement any proposals to change Use of System Charges other than in relation to Balancing Services Charges, must give the Authority notice of its decision and the date on which the proposal will be implemented which must not, without the consent of the Authority, be less than 1 month after the date on which the notice required by this paragraph is given.

E10.7. Unless otherwise determined by the Authority, the licensee must only enter the Use of System arrangements, which secure that Use of System Charges will conform with the statement last furnished under paragraph E10.3(b), either:

- (a) before it enters the arrangements; or
- (b) before the charges in question are made,

and, for the purposes of this paragraph, the reference to the statement last furnished under paragraph E10.3(b) must be construed, where that statement is subject to amendments so furnished before the relevant time, as a reference to that statement as so amended.

E10.8. References in paragraphs E10.2, E10.3, E10.6, and E10.7 to charges do not include references to:

- (a) Connection Charges; or
- (b) charges determined by reference to the provisions of the CUSC, if any, that have been accepted and determined by the Authority as being excluded.

E10.9. The licensee may periodically revise the information set out in and, with the approval of the Authority, alter the form of the statements prepared in accordance with paragraph E10.3 and must, at least once in every year that this licence is in force, make such revisions as may be necessary to such statements in order that the information set out in the statements continue to be accurate in all material respects.

E10.10. The licensee must send a copy of any such statement, revision, amendment, or notice given under paragraphs E10.3 to E10.6 to any person who asks for any such statement, revision, amendment, or notice.

E10.11. The licensee may make a charge for any statement, revision, or amendment of a statement, furnished, or notice sent in accordance with paragraph E10.10 of an amount reflecting the licensee's reasonable costs of providing such statement, revision, amendment or notice which costs must not exceed the maximum amount specified in directions issued by the Authority for the purpose of this condition.

### **Part B: Use of System Charging Methodology**

E10.12. The licensee must, for the purpose of ensuring that the Use of System Charging Methodology achieves the Use of System Charging Objectives, keep the Use of System Charging Methodology at all times under review.

E10.13. The licensee must, subject to condition E2 and in accordance with the relevant provisions of the CUSC, make such modifications to the Use of System Charging Methodology as may be requisite for the purpose of better achieving the Use of System Charging Objectives.

E10.14. Nothing in this condition impacts on the application of Part E of condition F1 (Expenditure and allowed revenue).

### **Part C: Use of System charging requirements under the Electricity Directive**

E10.15. The licensee must:

- (a) as soon as reasonably practicable, publish the Use of System Charging Statements;
- (b) obtain the Authority's approval to the Use of System Charging Statements before publication; and
- (c) conform to the published and approved Use of System Charging Statements.

## **Condition E11 Connection Charging Methodology**

### **Introduction**

E11.1. The purpose of this condition is to establish the licensee's duties relating to the Connection Charging Methodology:

- (a) in Part A, a description of the Connection Charging Methodology;
- (b) in Part B, a description of Connection Charges;
- (c) in Part C, a description of the Connection Charging Methodology Statement; and
- (d) in Part D, setting out the connection charging requirements under the Electricity Directive.

### **Part A: Connection Charging Methodology**

E11.2. The licensee must conform to the Connection Charging Methodology as modified in accordance with condition E2 (Connection and Use of System Code (CUSC)) and in accordance with the relevant provisions of the CUSC.

E11.3. To ensure that the Connection Charging Methodology achieves the Applicable Connection Charging Objectives, the licensee must keep the Connection Charging Methodology under review.

E11.4. The licensee must, subject to condition E2 and in accordance with the relevant provisions of the CUSC, make such modifications to the Connection Charging Methodology as may be requisite for the purpose of better achieving the Applicable Connection Charging Objectives.

E11.5. The licensee must maintain a Connection Charging Methodology Statement approved by the Authority in relation to charges, including charges:

- (a) for carrying out works and providing and installing electrical lines or electrical plant or meters for the purposes of connection (at entry or exit points) to the National Electricity Transmission System;
- (b) in respect of extension or reinforcement of the National Electricity Transmission System rendered (at the discretion of a Transmission Licensee where the extension or reinforcement is of that licensee's Transmission System) necessary or appropriate by virtue of the licensee providing connection to or Use of System to any person seeking connection;
- (c) in circumstances where the electrical lines or electrical plant to be installed are (at the discretion of a Transmission Licensee where the electrical lines or electrical plant which are to be installed will form part of that licensee's Transmission System) of greater size than that required for Use of System by the person seeking connection;
- (d) for maintenance and repair (including any capitalised charge) required of electrical lines or electrical plant or meters provided or installed for the

purposes of making a connection to the National Electricity Transmission System; and

- (e) for disconnection from the National Electricity Transmission System and the removal of electrical plant, electrical lines and meters following disconnection,

and the Connection Charging Methodology Statement must be in a form and include such detail necessary to enable any person to determine that the charges to which the person would become liable for the provision of such services are in accordance with the Connection Charging Methodology Statement.

E11.6. The Authority may grant an approval in accordance with paragraph E11.5, subject to such conditions relating to further action to be undertaken by the licensee in relation to the Connection Charging Methodology better meeting the Applicable Connection Charging Objectives as identified in any initial consultation by the Authority as the Authority deems appropriate. Such conditions may include (but are not limited to) elements relating to the time by which actions under this condition need to be completed.

### **Part B: Connection Charges**

E11.7. Nothing in this condition shall affect the ability of the licensee to charge according to the Connection Charging Methodology Statement.

E11.8. Unless otherwise determined by the Authority, the licensee must only enter into a Bilateral Agreement or a Construction Agreement which secures that the Connection Charges will conform with the Connection Charging Methodology Statement last furnished under paragraphs E11.5 or E11.10 either:

- (a) before it enters into the arrangements; or
- (b) before the charges are made.

E11.9. The Connection Charging Methodology must make provision for Connection Charges for those items referred to in paragraph E11.5 to be set at a level for connections made after 30 March 1990 which will enable the licensee to recover:

- (a) the appropriate proportion of the costs directly or indirectly incurred in carrying out any works, the extension or reinforcement of the National Electricity Transmission System or the provision and installation, maintenance and repair or (as the case may be) removal following disconnection of any electric lines, electric plant or meters; and
  - (b) a reasonable rate of return on the capital represented by such costs,
- and for connections made before 30 March 1990 to the National Electricity Transmission System, the Connection Charging Methodology for those items referred to in paragraph E11.5 shall as far as is reasonably practicable reflect the principles of paragraphs E11.9(a) and E11.9(b).

**Part C: Connection Charging Methodology Statement**

- E11.10. Where changes to the Connection Charging Methodology, are made in accordance with condition E2 and the relevant provisions of the CUSC, the licensee must provide the Authority with a revised Connection Charging Methodology Statement showing the changed Connection Charging Methodology and such revised Connection Charging Methodology Statement will supersede previous Connection Charging Methodology Statements furnished under paragraph E11.5 or this paragraph from the date specified within.
- E11.11. The Connection Charging Methodology Statement must, where practicable, include examples of the Connection Charges likely to be made in different cases as determined in accordance with the methods and principles shown in the statement.
- E11.12. The licensee must publish any Connection Charging Methodology Statement or revision thereof on its website as soon as reasonably practicable.
- E11.13. The licensee may make a charge for any Connection Charging Methodology Statement or revision thereof or report, provided or sent in accordance with paragraph E11.12 of an amount reflecting the licensee's reasonable costs of providing such, which costs must not exceed the maximum amount specified in directions issued by the Authority for the purposes of this condition.
- E11.14. Nothing in this condition shall impact on the application of Part E of condition F1 (Expenditure and allowed revenue).

**Part D: Connection charging requirements under the Electricity Directive**

- E11.15. To the extent not already required under this licence, and for the avoidance of doubt:
- (a) the licensee must, as soon as reasonably practicable, publish the most recent Connection Charging Methodology Statement;
  - (b) the licensee must obtain the Authority's approval to the Connection Charging Methodology Statement before publication; and
  - (c) the licensee must conform to the published and approved Connection Charging Methodology Statement.



## **Condition E12 Requirement to offer terms**

### **Introduction**

E12.1. The purpose of this condition is to set out the requirements on application for connection, the expectations to offering or entering into an agreement, and the timeframes which the licensee must follow.

### **Part A: Connection application requirements**

E12.2. Unless otherwise determined by the Authority under condition E13 (Functions of the Authority), on application made by:

- (a) an Authorised Electricity Operator in the case of an application for Use of System; and
- (b) any person in the case of an application for connection,

the licensee must (subject to paragraph E12.8) offer to enter into the CUSC Framework Agreement.

E12.3. On application made by any person or any Authorised Electricity Operator in accordance with paragraph E12.2, the licensee must, where required by the STC, notify other STC Parties in accordance with the STC and, for the purpose of making an offer for connection or modification to an existing connection or for Use of System, must cooperate and coordinate its activities with any other STC Parties in accordance with the STC.

E12.4. On application made by any person the licensee must (subject to paragraph E12.8) offer to enter into a Bilateral Agreement and/or a Construction Agreement relating to connection or modification to an existing connection and such offer must reflect any Associated TO Offer which relates to that offer, and must make detailed provision regarding:

- (a) the carrying out of work (if any) required to connect the National Electricity Transmission System to any other system for the transmission or distribution of electricity and for the obtaining of any consents necessary for such purpose;
- (b) the carrying out of works (if any) in connection with the extension or reinforcement of the National Electricity Transmission System rendered (at the discretion of an STC Party where the works are to be carried out on that STC Party's Transmission System) appropriate or necessary by reason of making the connection or modification to an existing connection and for the obtaining of any consents necessary for such purpose;
- (c) where there is a need for the Authority to identify an Offshore Transmission Owner, the initial assumptions made by the licensee regarding the carrying out of works in connection with the extension or reinforcement of the National Electricity Transmission System, including initial assumptions regarding any Developer-Associated Offshore Wider Works, where relevant, rendered appropriate or necessary by reason of making the

connection or modification to an existing connection and for the obtaining of any consents necessary for such purpose;

- (d) the installation of appropriate meters (if any) required to enable the licensee to measure electricity being accepted into the National Electricity Transmission System at the specified entry point or points or leaving such system at the specified exit point or points;
- (e) the date by which any works required to permit access to the National Electricity Transmission System (including for this purpose any works to reinforce or extend the National Electricity Transmission System) must be completed (time being of the essence unless otherwise agreed by the person seeking connection);
- (f) the Connection Charges to be paid to the licensee, such charges:
  - (i) to be presented in a way that can be referred to the Connection Charging Methodology or any revision thereof; and
  - (ii) to be set in conformity with the requirements of paragraph E11.9 of condition E11 (Connection charging methodology) and (where relevant) paragraph E12.5 of this condition; and
- (g) such further terms as are or may be appropriate for the purpose of the agreement.

E12.5. For the purpose of determining an appropriate proportion of the costs directly or indirectly incurred in carrying out works under a Bilateral Agreement and/or Construction Agreement, the licensee will have regard to:

- (a) the benefit (if any) to be obtained or likely in the future to be obtained by any Transmission Licensee or any other person as a result of carrying out such works whether by reason of the reinforcement or extension of the National Electricity Transmission System or the provision of additional entry or exit points on such system or otherwise; and
- (b) the ability or likely future ability of any Transmission Licensee to recoup a proportion of such costs from third parties.

E12.6. The licensee must offer terms in accordance with paragraphs E12.2 and E12.4 as soon as practicable and (except where the Authority consents to a longer period) in any event not more than the period specified in paragraph E12.10 after receipt by the licensee of an application containing all such information as the licensee may reasonably require for the purpose of formulating the terms of the offer.

E12.7. The licensee must have in place and publish governance arrangements for the processes it undertakes when identifying (and keeping under review) the solution that in the licensee's view is consistent with its duties under the Electricity Act 1989 and Energy Act 2023 to be included in the offer to enter into a Bilateral Agreement and/or Construction Agreement under this condition.

**Part B: Exceptions to offering or entering into any agreement**

E12.8. The licensee shall not be obliged in accordance with this condition to offer to enter or to enter into any agreement if:

- (a) to do so would be likely to involve the licensee:
  - (i) in breach of its duties in statute;
  - (ii) in breach of any regulations made under section 29 of the Electricity Act 1989 or of any other enactment relating to safety or standards applicable in respect of the ISOP Business;
  - (iii) in breach of the Grid Code; or
  - (iv) in breach of the conditions of the Electricity System Operator Licence; or
- (b) the person making the application does not undertake to be bound insofar as applicable by the terms of the Grid Code and/or the CUSC from time to time in force; or
- (c) in the case of persons making application for Use of System under paragraph E12.2(a), such person ceases to be an Authorised Electricity Operator; or
- (d) it is unable to do so due to a Transmission Licensee having notified the licensee that, for one or more of the reasons set out in paragraph 4 of standard condition D4A and E17 (Obligations in relation to offers for connection etc) of the Transmission Licence, it is not obliged to offer to enter or to enter into any agreement with the licensee in accordance with paragraph 1 or paragraph 3 of standard condition D4A or E17 (Obligations in relation to offers for connection etc) of the Transmission Licence and that it does not intend to offer to enter or to enter into any such agreement; or
- (e) it is unable to do so due to another STC Party having notified the licensee in accordance with the STC that it is not obliged to offer to enter or to enter into any agreement with the licensee; or
- (f) if to do so would extend the National Electricity Transmission System beyond the Transmission Area of any Transmission Licensee and the required works could not be undertaken by an Offshore Transmission Owner.

E12.9. In any such case the licensee must give duly substantiated reasons for not offering to enter or not entering into any agreement.

**Part C: Timeframes**

E12.10. For the purposes of paragraph E12.6, the period specified must be:

- (a) in the case of persons seeking Use of System only and seeking to become a party to the CUSC Framework Agreement if not already a party, in connection with such use, 28 days; and

(b) in the case of persons seeking a Bilateral Connection Agreement or a Construction Agreement (and seeking to become a party to the CUSC Framework Agreement if not already a party, in connection with such agreements), 3 months; and

(c) in any other case, 28 days.

E12.11. The licensee must within 28 days following receipt of a request from any person, give or send to such person such information in the possession of the licensee as may be reasonably required by such person for the purpose of completing an application under the Application Regulations or such provisions of similar effect contained in any further regulations.

E12.12. On receipt of notice from the Authority that an Offshore Transmission Owner has been identified, the licensee must propose to vary the contractual terms of a Bilateral Connection Agreement and/or Construction Agreement entered into in accordance with paragraph E12.4, within 3 months to reflect any changes needed as a consequence of a TO Offer from an Offshore Transmission Owner being different from the initial assumptions made by the licensee under paragraph E12.4(c).

E12.13. Within 28 days following receipt of a notice from the Authority regarding:

(a) a decision in accordance with paragraph D4.14 of condition D4 (Provision of information and assistance to the Authority in relation to applications requiring the appointment of an Offshore Transmission Owner) on the rationale for the inclusion of Developer-Associated Offshore Wider Works in the scope of an agreement entered into in accordance with paragraph E12.5 of this condition; or

(b) a decision in accordance with paragraph D4.17 of condition D4 on the continuing rationale for the inclusion of Developer-Associated Offshore Wider Works in the scope of an agreement entered into in accordance with paragraph E12.4,

the licensee must, if necessary, propose to vary the contractual terms of a Bilateral Connection Agreement and/or Construction Agreement entered into in accordance with paragraph E12.4 to reflect any changes needed as a consequence of paragraphs E12.13(a) or E12.13(b).

E12.14. In making an offer to an Existing Offshore Generator in accordance with paragraph E12.4, the licensee must offer to enter into an agreement that reflects the terms of any Relevant Offshore Agreement that:

(a) the licensee has with the Existing Offshore Generator;

(b) a Licensed Distributor has with the Existing Offshore Generator that has been notified to the licensee in accordance with the CUSC.

E12.15. The licensee must within 28 days after the end of the following 6 monthly periods:

(a) 1 April until 30 September; and

(b) 1 October until 31 March,

submit to the Authority a report in relation to all offers made under paragraph E12.4 during that 6 month period setting out the factors which have influenced the date identified in each offer in accordance with paragraph E12.4(e) including the following:

(i) information on the timescales for connection, and how this may vary by location, type and size of connection;

(ii) key issues that have an impact or have had an impact on the timetable for delivery of the connection; and

(iii) any issues likely to impact timing of connections going forward.

E12.16. A non-confidential, combined version of this report and the reports provided to the licensee under standard condition D4A (Obligations in relation to offers for connection etc) of the Transmission Licence must also be published by the licensee within 10 days after the later of:

(a) the receipt by the licensee of the last of the reports under standard condition D4A of the Transmission Licence; and

(b) the date by which the licensee is required to submit its report to the Authority in accordance with paragraph E12.15.

## **Condition E13 Functions of the Authority**

### **Introduction**

E13.1. The purpose of this condition is to set out the licensee's obligations with respect to disputes to be settled by the Authority.

### **Part A: Considerations for the Authority's settlement of disputes**

E13.2. If, after a period which appears to the Authority to be reasonable for the purpose, the licensee has failed to enter into an agreement with (as the case may be) any Authorised Electricity Operator or any person entitled or claiming to be entitled thereto in accordance with a request under condition E12 (Requirement to offer terms), the Authority may, pursuant to section 7(3)(c) of the Electricity Act 1989 and on application of such Authorised Electricity Operator or such person or the licensee, settle any terms in dispute of the agreement to be entered into between the licensee and that Authorised Electricity Operator or that person in such manner as appears to the Authority to be reasonable having (where relevant) regard in particular to the following considerations:

- (a) that such Authorised Electricity Operator or such person must pay to the licensee:
  - (i) in the case of Use of System, Use of System Charges in accordance with paragraphs E10.2 and E10.7 of condition E10 (Use of System charging and methodology); or
  - (ii) in the case of connection, Connection Charges in accordance with paragraphs E11.2 and E11.8 of condition E11 (Connection Charging Methodology);
- (b) that the performance by the licensee of its obligations under the agreement should not cause it to be in breach of those provisions referred to in paragraph E12.8 of condition E12 (Requirement to offer terms);
- (c) that the performance by any Transmission Licensee of its obligations under any Associated TO Agreement should not cause any Transmission Licensee to be in breach of those provisions referred to in paragraph 5 of standard condition D4A or E17 (Obligations in relation to offers for connection etc) of the Transmission Licence;
- (d) that the performance by another STC Party of its obligations under any Associated TO Agreement should not cause that STC Party to be in breach of the STC;
- (e) that any methods by which the National Electricity Transmission System is connected to any other system for the transmission or distribution of electricity accord (insofar as applicable to the licensee) with the Grid Code, the STC and the Distribution Code;
- (f) that the initial assumptions made (if any) by the licensee in accordance with paragraph E12.4(c) of condition E12 were reasonable; and

- (g) that the terms and conditions of the agreement so settled by the Authority and of any other agreements entered into by the licensee in accordance with a request under condition E12 should be in as similar a form as is practicable.

### **Part B: Licensee's obligations**

E13.3. If an application is made in accordance with paragraph E13.2, the licensee must:

- (a) notify the Authority of:
  - (i) any Associated TO Offer which relates to the agreement to be entered into which is the subject of that application;
  - (ii) any need for an Offshore Transmission Owner to be identified which relates to the agreement to be entered into which is the subject of that application;
  - (iii) any STC Party (other than a Transmission Licensee who has made a TO Offer) which the licensee knows or reasonably considers is or may be an affected STC Party for the purposes of the agreement to be entered into which is the subject of that application or any Associated TO Offer which relates to the agreement to be entered into;
- (b) notify each Transmission Licensee who has made an Associated TO Offer which relates to the agreement to be entered into and any other STC Party which the licensee knows or reasonably considers is or may be an affected STC Party for the purposes of the agreement to be entered into which is the subject of that application or any Associated TO Offer which relates to the agreement to be entered into, of such application; and
- (c) request that the Authority exercise its powers under section 7(3)(c) of the Electricity Act 1989 to:
  - (i) settle the terms of each Associated TO Offer which is affected by the Authority's determination made in accordance with paragraph E13.2 or paragraph E13.3(c); and
  - (ii) determine whether any TO Offer (other than those TO Offers (if any) which the licensee shall have notified to the Authority in accordance with paragraph E13.3(a)) is required in connection with the Authority's determination made in accordance with paragraph E13.2 or this paragraph E13.3(c).

E13.4. Insofar as any person entitled or claiming to be entitled to an offer under condition E12 wishes to proceed on the basis of an agreement as settled by the Authority in accordance with paragraph E13.2, the licensee must enter into such agreement.

### **Part C: Disputes related to Bilateral Agreements and Construction Agreements**

E13.5. If in respect of any Bilateral Agreement or Construction Agreement entered into in accordance with condition E12 or this condition, either the licensee or other



party to such agreement proposes to vary the contractual terms of such agreement in any manner provided for under such agreement, the Authority may, at the request of the licensee or other party to such agreement, settle any dispute relating to such variation in such manner as appears to the Authority to be reasonable.

E13.6. If a request is made in accordance with paragraph E13.5, the licensee must:

- (a) notify the Authority of any Associated TO Agreement which relates to the agreement which is the subject of that request;
- (b) notify each Transmission Licensee who is a party to an Associated TO Agreement notified to the Authority in accordance with paragraph E13.6(a); and
- (c) request that the Authority exercise its powers under section 7(3)(c) of the Electricity Act 1989 to settle the terms of each Associated TO Agreement which is affected by the Authority's determination made in accordance with paragraph E13.5.

#### **Part D: Disputes related to Relevant Agreements**

E13.7. Where the licensee is party to a Relevant Agreement for connection and/or Use of System which is other than in conformity with the CUSC, if either the licensee or other party to such agreement for connection and/or Use of System proposes to vary the contractual terms of such agreement in any manner provided for under such Relevant Agreement, the Authority may, at the request of the licensee or other party to such agreement, settle any dispute relating to such variation in such manner as appears to the Authority to be reasonable having (where relevant) regard to the consideration that the terms so settled are, in so far as circumstances allow, similar to the equivalent terms in the CUSC.

E13.8. If a request is made in accordance with paragraph E13.7, the licensee must:

- (a) notify the Authority of any Associated TO Agreement which relates to the agreement which is the subject of that request;
- (b) notify each STC Party who is a party to an Associated TO Agreement notified to the Authority in accordance with paragraph E13.8(a); and
- (c) request that the Authority exercise its powers under section 7(3)(c) of the Electricity Act 1989 to settle the terms of each Associated TO Agreement which is affected by the Authority's determination made in accordance with paragraph E13.7.

E13.9. If the licensee and a CUSC User or other person or party to a Relevant Agreement are in dispute as to whether:

- (a) Use of System Charges made, or to be made, conform with the statement of the Use of System Charges furnished under paragraphs 2(b) or 8 of condition C4 (Charges for use of system), condition C4A (Charges for use of the licensee's transmission system) or condition C7 (Charges for Use of



System) (as appropriate) which applied or applies to the electricity transmission licence standard conditions in relation to the period in respect of which the dispute arises;

(b) Connection Charges made, or to be made, conform with the statement of the Connection Charging Methodology furnished under paragraphs 4 or 10 of standard condition C6 (Connection charging methodology), standard condition C6A (E&W connection charging methodology) or standard condition C7B (Connection Charging Methodology) (as appropriate) which applied or applies to the electricity transmission licence standard conditions in relation to the period in respect of which the dispute arises, such dispute may be referred to the Authority for determination whether, in the case of paragraph E13.9(a), the charges made, or to be made, conformed with the relevant statement furnished under condition C4 (Charges for use of system), condition C4A (Charges for use of the licensee’s transmission system) or condition C7 (Charges for Use of System) (as appropriate), or whether, in the case of paragraph E13.9(b), the charges conformed with the relevant methodology.

E13.10. For the purposes of paragraph E13.9 of this condition only, the following words shall, unless the context otherwise requires, have the meaning ascribed to that term in the electricity transmission licence standard conditions which applied or applies in relation to the period in respect of which the dispute arises:

- (a) Connection Charges;
- (b) Connection Charging Methodology; and
- (c) Use of System Charges.

## **Condition E14 Energy administration, energy supply company administration and smart meter communication licensee administration: Electricity System Operator shortfall contribution obligations**

### **Introduction**

E14.1. The purpose of this condition is to require the licensee, in specified circumstances, to modify the charges it imposes when carrying on its licensed activities and to raise such amounts as are specified by the Secretary of State in a Shortfall Direction:

(a) from the persons; and

(b) in the manner,

specified in such Shortfall Direction, and to pay such amounts to the Shortfall Payment Recipients specified in the Shortfall Direction.

### **Part A: Specifying Shortfall Directions**

E14.2. Where there is a shortfall during or at the completion of an energy administration, energy supply company administration or smart meter communication licensee administration, the Secretary of State, after consultation with the Authority and the licensee, may issue one or more Shortfall Directions (including one or more Shortfall Direction to modify or replace any previously issued Shortfall Direction) to the licensee specifying:

(a) the amount of the shortfall (including the amount of any interest accruing on the shortfall calculated to the date specified in paragraph E14.2(f));

(b) the amount to be raised by the licensee and applied in making good the shortfall;

(c) the Shortfall Payment Recipients to whom the amount referred to in paragraph E14.2(b) is to be paid;

(d) the rate or rates of interest applicable to any part or parts of the amount referred to in paragraph E14.2(b), and any other relevant information to enable the licensee to calculate liability (if any) for payment of any interest in respect of any late payment of such amount to or by the licensee;

(e) the method or methods by which the licensee may raise the amount referred to in paragraph E14.2(b) (including, without limitation, the manner in which and persons from whom it is to be raised and whether such amount is to be raised within or outside the licensee's normal billing cycle);

(f) the date by which the licensee is required to pay the Shortfall Payment Recipients the amount referred to in paragraph E14.2(b) (or, where payment of the amount is required in instalments, the dates on which the licensee is required to make payment of each instalment);

- (g) where the shortfall includes relevant debts owed to more than one Shortfall Payment Recipient, the priority in which the amount referred to in paragraph E14.2(b) is to be applied in discharging those debts;
- (h) the extent to which a subsequent Shortfall Direction modifies or replaces a previously issued Shortfall Direction;
- (i) where a Shortfall Direction is to modify or replace any previously issued Shortfall Direction, where appropriate, a requirement not to modify charges further in accordance with paragraph E14.5;
- (j) the Permitted Administration Fee and the manner in which the Permitted Administration Fee is to be raised;

and the licensee must comply with any such Shortfall Direction.

### **Part B: Compliance with the Shortfall Direction**

E14.3. As soon as reasonably practicable after receiving a Shortfall Direction, the licensee must:

- (a) modify its charges (in accordance with any method or methods specified in the Shortfall Direction) so as to secure that, in its reasonable estimation (such estimate to be agreed with the Authority), the change in its revenue resulting from the modification will equal the amount to be raised by it as specified in the Shortfall Direction (including, at the licensee's discretion, any Permitted Administration Fee); and
- (b) notify the persons who are subject to the charges so modified of:
  - (i) the modifications made to the charges;
  - (ii) any modification to the date or time period within which such charges must be paid;
  - (iii) the reason for those modifications; and
  - (iv) the interest rate applicable to late payment of such modified charges.

E14.4. The licensee must on or before the date (or dates) specified in the Shortfall Direction pay the amount raised under paragraph E14.3(a) (excluding any Permitted Administration Fee) to the Shortfall Payment Recipients, in accordance (where applicable) with any priority set out in the Shortfall Direction, and the licensee shall not at any time be under any liability:

- (a) to make any payments to any Shortfall Payment Recipient, to the extent that those payments exceed the amount of additional revenue which the licensee has already received in accordance with the modification of its charges in accordance with this condition (excluding any Permitted Administration Fee); or
- (b) to pay interest to any Shortfall Payment Recipient in respect of any period for which any payment is late (in whole or in part) where the delay to such payment arises from the late payment of monies to the licensee.

E14.5. Save where the Secretary of State specifies otherwise in a Shortfall Direction modifying or replacing a previously issued Shortfall Direction, if the amount raised by the licensee under paragraph E14.3(a) (excluding any Permitted Administration Fee):

- (a) is less than the amount the licensee is obliged to raise by the Shortfall Direction to be applied in making good the shortfall (other than as a result of late, partial or non-payment of the modified charges by one or more party subject to those charges), the licensee must:
  - (i) as soon as reasonably practicable, modify its charges (in accordance with any method or methods specified in the Shortfall Direction) so as to secure that, in its reasonable estimation (such estimate to be agreed with the Authority), the change in its revenue effected by such modification will equal the amount of that deficit together with any interest as specified in the Shortfall Direction; and
  - (ii) pay that amount to the Shortfall Payment Recipients as soon as reasonably practicable but otherwise in accordance with the Shortfall Direction; or
- (b) is more than the amount the licensee is obliged to raise by the Shortfall Direction to be applied in making good the shortfall, the licensee must, as soon as reasonably practicable, further modify its charges so as to secure that, in its reasonable estimation (such estimate to be agreed with the Authority), the change in its revenue effected by such modification will equal the amount of the excess together with any accrued interest thereon.

E14.6. For the purposes of paragraph E14.3(a) and E14.5:

- (a) the licensee may modify its charges notwithstanding that it has not given prior notice of such a variation required by any other condition of this licence and/or the CUSC and any charges levied by the licensee after modification in accordance with paragraph E14.3(a) or E14.5 of this condition shall be deemed to be compliant with the licensee's obligations under Condition E10 (Use of System charging and methodology) as from time to time amended;
- (b) the licensee must not enter into any agreement with another party which does not permit it to vary its charges in pursuance of this condition and must take all steps within its power to amend, where necessary, any existing agreement to permit such variation; and
- (c) in modifying its charges for the purposes of this condition the licensee must not discriminate between any person or class or classes of person, except in so far as any differences in charges reasonably reflect objective differences between such persons or classes of persons or such differences in charges are required to give effect to the Shortfall Direction.

E14.7. The licensee must, immediately after making any payment under paragraphs E14.4 or E14.5, send a notice to the Authority and to the Secretary of State

specifying the amount of that payment, the Shortfall Payment Recipients to whom it was paid, the date on which it was paid and whether any of the payment was made up of interest resulting from late payment.

E14.8. In calculating the licensee's revenue during any period for the purposes of any Charge Restriction Condition, any change in the licensee's revenue attributable to the licensee's compliance with this condition shall be treated as if it had not occurred.

E14.9. The licensee must prepare, in respect of each Financial Year in which its charges are modified in pursuance of paragraph E14.3(a) or E14.5, a statement showing:

- (a) the aggregate amount of its revenue derived from any modification to charges in pursuance of paragraph E14.3(a);
- (b) the aggregate amount of its revenue derived from any modification to charges in pursuance of paragraph E14.5(a);
- (c) the aggregate amount of the change in its revenue resulting from any modification to charges in pursuance of paragraph E14.5(b); and
- (d) the aggregate payments made by the licensee during that Financial Year in accordance with paragraph E14.4 and, where applicable, paragraph E14.5(a),

and must give the statement to the Authority within 4 months of the expiration of the period to which it relates.

E14.10. On giving the statement mentioned in paragraph E14.9 to the Authority, the licensee must also publish it on its website.

E14.11. In this condition:

- (a) any words or expressions used in Chapter 3 of Part 3 of the Energy Act 2004 shall, unless the contrary intention appears, have the same meaning as they do in that Chapter when used in this condition;
- (b) any words or expressions used in Chapter 5 of Part 2 of the Energy Act 2011 shall, unless the contrary intention appears, have the same meaning as they do in that Chapter when used in this condition;
- (c) any words or expressions used in the Smart Meters Act 2018 shall, unless the contrary intention appears, have the same meaning as they do in that Act when used in this condition;

## **Section F: Finance and funding arrangements**

## **Condition F1 Expenditure and allowed revenue**

### **Introduction**

- F1.1. The purpose of this condition is to establish requirements on the licensee in relation to:
- (a) the licensee's expenditure;
  - (b) the licensee's allocation of Electricity Licence Expenditure and Gas Licence Expenditure; and
  - (c) the total revenue that may be collected by the licensee for a Regulatory Year through Balancing Services Charges.

### **Part A: Requirements on ISOP expenditure**

- F1.2. Unless the Authority consents otherwise, the licensee must only seek to incur expenditure which is for the purposes of carrying out the ISOP Business.
- F1.3. The licensee must, when incurring Internal Expenditure in a Regulatory Year, ensure that it can demonstrate that it has had regard to any relevant Plan Determination made by the Authority in accordance with condition G1 (Business Plan), including but not limited to any determination by the Authority that the licensee must:
- (a) deliver a specific activity or set of activities at a different cost than proposed by the licensee in its Business Plan; or
  - (b) not carry out an activity at all.
- F1.4. The licensee must take all reasonable steps to ensure that it incurs no expenditure which is demonstrably uneconomical, wasteful or inefficient, provided that for these purposes:
- (a) behaviours of the licensee which might lead to expenditure, which is demonstrably uneconomical, wasteful or inefficient include (without limitation):
    - (i) an active commitment to expenditure which serves no evident purpose or benefit for carrying out the ISOP Business;
    - (ii) an active commitment to expenditure which is evidently excessive considering the other options available to the licensee;
    - (iii) a failure to keep regular expenditure under review which, as a consequence, means the licensee is unable to identify where action is required to better allocate its resources and mitigate the risk of excessive future expenditure;
    - (iv) a failure to act in reasonable timeframes in response to situations where there is known risk of excessive expenditure materialising;
    - (v) a failure to assess the economic value of alternative options, or have regard to the relative impact on energy consumers of alternative options, before committing to Material Investments;

- (vi) a failure to follow robust decision-making and governance processes for Material Investments;
  - (vii) a failure to have robust processes for procuring services from external providers;
  - (viii) a failure to manage and oversee the delivery of services by an external provider or take action to address inadequate service provision; and
  - (ix) where reckless or irrational actions of the licensee have caused successful legal awards against the licensee;
- (b) expenditure that is in line with policies (such as staff remuneration, travel and expenses) approved by the Authority will not be considered as uneconomical, inefficient or wasteful; and
- (c) economy, efficiency and wastefulness will be considered on the basis of the knowledge and the information that should have been reasonably available to the licensee at the time of incurring the expenditure.
- F1.5. The Authority may issue a Cost Efficiency Notice to the licensee where the Authority considers it requires further information in relation to the licensee's compliance with paragraph F1.4 in relation to a specified activity or a specified expenditure.
- F1.6. As soon as reasonably practical after receiving a Cost Efficiency Notice, the licensee must share with the Authority a written explanation for how it has met its obligations under paragraph F1.4 for the activities or expenditure stated by the Authority in the Cost Efficiency Notice.
- F1.7. The Authority may also request that the licensee submits to it a Cost Efficiency Plan containing the information in paragraph F1.8.
- F1.8. As soon as reasonably practical after receiving a request from the Authority under paragraph F1.7, the licensee must submit to the Authority a Cost Efficiency Plan, which must outline in writing any actions or measures the licensee is taking to ensure compliance with its obligations under paragraph F1.4 for a specified activity or for specified expenditure, at all times from the point of the submission.

## **Part B: Allocation of revenues between licences**

- F1.9. The licensee must use best endeavours to ensure there is no double recovery of expenditure through Balancing Services Charges under Part C of this condition and through charges under condition F1 (Gas revenue calculations and notification process) of the Gas System Planner Licence, by allocating its total expenditure as either Electricity Licence Expenditure or Gas Licence Expenditure.
- F1.10. By no later than 31 October 2024, or another date agreed with the Authority, the licensee must submit to the Authority a Total Cost Allocation Methodology that sets out the principles and procedures for how the licensee will allocate its total expenditure as either Electricity Licence Expenditure or Gas Licence Expenditure.



F1.11. On receipt of the proposed Total Cost Allocation Methodology provided for in paragraph F1.10, or any proposed revision, as provided for in paragraph F1.13, the Authority will:

- (a) approve the Total Cost Allocation Methodology and notify the licensee of approval; or
- (b) give a direction to the licensee that the Total Cost Allocation Methodology requires further development and the date by which the licensee is required to submit a revision to the Authority for approval.

F1.12. Following the Authority's approval under paragraph F1.11, the licensee must:

- (a) unless the Authority otherwise consents or directs, at all times comply with the Total Cost Allocation Methodology;
- (b) at least once in every 12 months, or at such other interval as the Authority may direct, review the Total Cost Allocation Methodology and revise it as necessary, including when circumstances change such that the methodology would no longer lead to a reflective allocation of Electricity Licence Expenditure and Gas Licence Expenditure.

F1.13. The licensee must submit any revisions made to the Total Cost Allocation Methodology to the Authority and any revisions will only become effective once the Authority has approved them, in accordance with paragraph F1.11.

F1.14. The licensee must publish a copy of the Total Cost Allocation Methodology and each revision on its website within a period of 15 Working Days beginning with the date of its approval by the Authority.

### **Part C: Total allowed revenue**

F1.15. The licensee must set Balancing Services Charges in a manner calculated to ensure it does not make or incur a lasting financial profit or loss (which for these purposes does not include financial surpluses and deficits resulting from differences between the licensee's collected revenues from previously forecasted ESO Allowed Revenue and final ESO Allowed Revenue), excluding:

- (a) revenue collected with respect to RAV Returns; and
- (b) any charge adjustments needed to reflect financial surpluses or deficits that arose under the Transmission Licence held by the licensee immediately prior to the designation of the ISOP and this licence coming into effect.

F1.16. The licensee must, when setting Balancing Services Charges, use best endeavours to ensure that revenue collected from such charges for the Regulatory Year (after deduction of value added tax (if any) and any other taxes charged directly by reference to the amounts so collected) is consistent with its most recent forecast of the ESO Allowed Revenue term ( $ESOAR_t$ ) derived in accordance with the following formula:

$$ESOAR_t = INT_t + EXT_t + RTN_t$$

Where:

- $INT_t$  has the value derived in accordance with Part D.
- $EXT_t$  has the value derived in accordance with Part E.
- $RTN_t$  has the value derived in accordance with Part F

#### **Part D: Internal Expenditure**

F1.17. The value of  $INT_t$  is derived in accordance with the following formula:

$$INT_t = INTE_t + INTADJ_t$$

Where:

- $INTE_t$  means all Internal Expenditure incurred by the licensee and is derived in accordance with paragraph F1.18.
- $INTADJ_t$  means adjustments to charges to reconcile differences between charges set for forecast Internal Expenditure and actual Internal Expenditure and is derived in accordance with paragraph F1.21.

F1.18. The value of  $INTE_t$  is derived in accordance with the following formula:

$$INTE_t = ETE_t + OSC_t - OR_t + LEG_t + OA_t$$

Where:

- $ETE_t$  means all expenditure incurred by the licensee in undertaking its business, excluding Gas Licence Expenditure, External Expenditure and any expenditure recovered under  $OSC_t$ .
- $OSC_t$  means other specific cost categories and is derived in accordance with paragraph F1.19.
- $OR_t$  means net revenues received by the licensee separately from Balancing Services Charges or Transmission Network Charges, including but not limited to the Administration Allowance derived under condition F8 (Assistance for Areas with High Distribution Costs Scheme (AAHDCS)) and other net revenues received for services provided by the licensee for the specific benefit of any third party.
- $LEG_t$  means adjustment to charges in relation to Legacy Revenues and is calculated in line with the method in the Financial Handbook.
- $OA_t$  means the amount needed to adjust charges to ensure the licensee discharges its obligations in accordance with paragraph F1.15.

F1.19. The value of  $OSC_t$  is derived in accordance with the following formula:

$$OSC_t = NIAE_t + TAX_t + SOBD_t + FSONG_t + FPEN_t + ESOI_t$$

Where:

- $NIAE_t$  means Total NIA Expenditure and is subject to the requirements in the RII0-2 NIA Governance Document and condition F2 (Innovation Funding).
- $TAX_t$  means the corporation tax amount to be recovered in line with the requirements in the Financial Handbook.
- $SOBD_t$  means the aggregate value of SO Bad Debt that has been incurred by the licensee and is derived in accordance with paragraph F1.20.
- $FSONG_t$  means the payments from the licensee to National Grid plc or its Affiliates or Related Undertakings for FSO Transition Activities which are in accordance with condition F10 (ISOP implementation funding).
- $FPEN_t$  means the aggregate value of financial fines, penalties, settlements or damages paid as a result of claims (or any similar action) by third parties or through enforcement action by the Authority or any other governmental or regulatory agency, where this results in a financial deficit the licensee needs to recover in order to meet its obligations pursuant to paragraph F1.15.
- $ESOI_t$  means net interest amounts, bank charges or working capital fees incurred by the licensee in line with the guidance in the Financial Handbook.

F1.20. The value of  $SOBD_t$  is derived in accordance with the following formula:

$$SOBD_t = SOBDA_t - SORBD_t$$

Where:

- $SOBDA_t$  means the aggregate value of SO Bad Debt the licensee has incurred or expects to incur with respect to Balancing Services Charges owed to the licensee by one or more Defaulting Connection and Use of System Code Parties; and
- $SORBD_t$  means the aggregate value of SO Bad Debt previously recovered by the licensee via the  $SOBDA_t$  term, where the licensee has received payment through either the Defaulting Connection and Use of System Code Party or been credited by the administrator or liquidator of a Defaulting Connection and Use of System Code Party.

F1.21. The value of  $INTADJ_t$  is derived in accordance with the following formula:

$$INTADJ_t = INT_{t-1} - INT_{t-1}^*$$

Where:

- $INT_t$  has the meaning in paragraph F1.17.
- $INT_t^*$  means the total revenue allocated to Internal Expenditure in line with the licensee's published Financial Model.

## **Part E: External Expenditure**

F1.22. The value of  $EXT_t$  is derived in accordance with the following formula:

$$EXT_t = EXTE_t + EXTK_t$$

Where:

$EXTE_t$  means all External Expenditure incurred by the licensee as derived in accordance with paragraph F1.23.

$EXTK_t$  means adjustments to charges to reconcile differences between revenue collected through Balancing Services Charges and actual ESO Allowed Revenue, excluding adjustments made under  $INTADJ_t$  and  $RTNADJ_t$ , as derived in accordance with paragraph F1.25.

F1.23. The value of  $EXTE_t$  is derived in accordance with the following formula:

$$EXTE_t = BS_t - OM_t + SOTO_t$$

Where:

$BS_t$  means total net expenditure the licensee has incurred for the procurement of Balancing Services, excluding any expenditure recoverable under  $SOTO_t$ .

$OM_t$  means the amount received through agreements with a Supplier or Network Operator to support the stability of a User System minus the costs of providing such services.

$SOTO_t$  means total costs of payments to Transmission Owners and Offshore Transmission Owners for Outage Changes and Commercial Operational Services.

F1.24. The licensee must notify the Authority in writing if it considers that either the cost of an individual project which is part of Commercial Operational Services, or the total cost of Commercial Operational Services across all Transmission Owners and Offshore Transmission Owners during any Regulatory Year, should be or will be greater than the SO-TO Commercial Threshold. The notification should include:

- (a) a summary of the underlying reasons;
- (b) latest estimates for total expenditure on Commercial Operational Services during the relevant Regulatory Year and (where applicable) cost forecasts for any individual project which is expected to exceed the SO-TO Threshold;
- (c) confirmation by the licensee that this expenditure is in line with the requirements in the System Owner - Transmission Owner Code;
- (d) an explanation of how expenditure above the SO-TO Commercial Threshold will provide benefits to existing and future energy consumers in Great Britain.

F1.25. The value of  $EXTK_t$  is derived in accordance with the following formula:

$$EXTK_t = EXT_{t-1} - REVC_{t-1}$$

Where:

$EXT_t$  has the meaning in paragraph F1.22.

$REVC_t$  means total revenue collected through Balancing Services Charges minus  $INT_t^*$  and  $RTN_t^*$ .

#### **Part F: Return on capital and depreciation of RAV**

F1.26. The value of  $RTN_t$  is derived in accordance with the following formula:

$$RTN_t = RTNO_t + RTNADJ_t$$

Where:

$RTNO_t$  means RAV Returns and is calculated in accordance with paragraph F1.27.

$RTNADJ_t$  means adjustments to charges to reconcile differences between charges set for expected RAV Returns and actual RAV Returns as derived in paragraph F1.28.

F1.27. The value of  $RTNO_t$  is derived in accordance with the following formula:

$$RTNO_t = DPN_t + (RAV_t \times DR_t)$$

Where:

$DPN_t$  means regulatory depreciation of the ISOP Regulatory Asset Value which is calculated in accordance with the methodology and price indexation approach in the Financial Handbook.

$RAV_t$  means the value of the ISOP Regulatory Asset Value after depreciation and has the value calculated in accordance with the methodology and price indexation approach in the Financial Handbook.

$DR_t$  means the discount rate and is equal to 3.5% in real price terms as applied in accordance with the methodology in the Financial Handbook.

F1.28. The value of  $RTNADJ_t$  is derived in accordance with the following formula:

$$RTNADJ_t = RTN_{t-1} - RTN_{t-1}^*$$

Where:

$RTN_t$  has the meaning in paragraph F1.26.

$RTN_t^*$  means the total revenue allocated to RAV Returns in line with the licensee's published Financial Model.

F1.29. The Authority will direct revisions to the ISOP Regulatory Asset Value following implementation of closeout methodologies set out in the Financial Handbook.

## Condition F2 Innovation funding

### Introduction

F2.1. The purpose of this condition is to establish arrangements for the calculation of revenues with respect to the Network Innovation Allowance (NIA) and Strategic Innovation Fund (SIF), as well as the calculation of legacy revenues under the RII0-1 Network Innovation Competition (NIC). This includes:

- (a) the calculation of the licensee's maximum Total NIA Expenditure ( $NIAE_t$ ) which feeds into the calculation of the ESO Allowed Revenue term in condition F1 (Expenditure and allowed revenue); and
- (b) the processes for the Authority's determination of  $SIFF_t$  and  $NICF_t$  which each feed into the calculation of Maximum Revenue in condition F3 (Recovery of transmission network revenues).

F2.2. The condition also establishes governance documents that make further provision for arrangements relating to the regulation, administration, and governance of the NIA, SIF and NIC.

### Part A: Formula for calculating maximum Total NIA Expenditure ( $NIAE_t$ )

F2.3. The combined value of the licensee's Total NIA Expenditure and Total Legacy NIA Expenditure over the period from 1 April 2021 until 31 March 2026 is subject to the following cap:

$$\sum_{t=2021/22}^{2025/26} (NIAD_t + LEGNIA_t) \leq TNIA$$

where:

- $NIAD_t$  is the value of  $NIAE_t$  in 2018/19 prices and is calculated in accordance with the price indexation approach in the Financial Handbook;
- $LEGNIA_t$  is the value of Total Legacy NIA Expenditure in 2018/19 prices and is calculated in accordance with the price indexation approach in the Financial Handbook; and
- $TNIA$  is equal to £46.86m in 2018/19 prices.

F2.4. The licensee must not spend more than 25% of the combined total of Total NIA Expenditure and Total Legacy NIA Expenditure on internal resources over the period from 1 April 2021 until 31 March 2026.

**Part B: Involvement of external stakeholders within the licensee’s RIIO-2 NIA Projects**

F2.5. All the licensee’s RIIO-2 NIA Projects must involve partnership with at least one external stakeholder, including but not limited to Transmission Licensees, Licensed Distributors, third-party innovators, and academics.

**Part C: The RIIO-2 NIA Governance Document**

F2.6. The licensee must comply with the RIIO-2 NIA Governance Document.

F2.7. The Authority will issue and amend the RIIO-2 NIA Governance Document by direction.

F2.8. The Authority will publish the RIIO-2 NIA Governance Document on the Authority’s Website.

F2.9. The RIIO-2 NIA Governance Document will make provision about the regulation, governance and administration of the NIA, including:

- (a) the definition of ‘unrecoverable NIA expenditure’;
- (b) the eligibility criteria, which RIIO-2 NIA Projects must meet;
- (c) the information that is to be published by the licensee before RIIO-2 NIA Projects can begin;
- (d) the circumstances in which the licensee will require approval from the Authority before beginning a RIIO-2 NIA Project, and the processes and procedures for that approval;
- (e) arrangements for ensuring that learning from RIIO-2 NIA Projects can be captured and disseminated by the licensee to Transmission Licensees and Licensed Distributors;
- (f) the reporting obligations in respect of RIIO-2 NIA Projects (which may include reporting in respect of the funding and the completion of such projects, and the provisions of the RIIO-2 NIA Governance Document); and
- (g) arrangements relating to the treatment of intellectual property rights in respect of RIIO-2 NIA Projects.

F2.10. Before directing that the RIIO-2 NIA Governance Document comes into effect, the Authority will publish on the Authority’s Website:

- (a) the text of the proposed RIIO-2 NIA Governance Document;
- (b) the date on which the Authority intends the RIIO-2 NIA Governance Document to come into effect; and
- (c) a period during which representations may be made on the content of the RIIO-2 NIA Governance Document, which will not be less than 28 days.

F2.11. Before directing an amendment to the RIIO-2 NIA Governance Document, the Authority will publish on the Authority’s Website:

- (a) the text of the amended RIIO-2 NIA Governance Document;



- (b) the date on which the Authority intends the amended RIIO-2 NIA Governance Document to come into effect;
  - (c) the reasons for the amendment to the RIIO-2 NIA Governance Document; and
  - (d) a period during which representations may be made on the amendment to the RIIO-2 NIA Governance Document, which will not be less than 28 days.
- F2.12. The steps required to issue or amend the RIIO-2 NIA Governance Document may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.

#### **Part D: Determination of the value of the Strategic Innovation Fund term (SIF<sub>t</sub>)**

- F2.13. The Strategic Innovation Fund term (SIF<sub>t</sub>) term is the amount to be recovered by the licensee on behalf of Transmission Licensees and any body administering the SIF as determined by the Authority under paragraph F2.14 in relation to:
- (a) the SIF Funding specified for that Regulatory Year; and
  - (b) any SIF Funding Return specified for that Regulatory Year.
- F2.14. In each Regulatory Year, the Authority will calculate, in accordance with the SIF Governance Document, and then by direction given to the licensee, specify:
- (a) the value of the SIF<sub>t</sub> term for the licensee, being the amount (if any) to be recovered by the licensee in order to contribute to its own, Transmission Licensees', Licensed Distributors' and any body administering the SIF's, SIF Funding for that Regulatory Year;
  - (b) the net amounts that are to be transferred between the licensee, Transmission Licensees, Licensed Distributors and any body administering the SIF in order to ensure that each receives an amount (if any) equal to the proportion of the SIF Funding for that Regulatory Year that is attributable to its Eligible SIF Projects or costs of administering the SIF (adjusted to take into account the amount of any SIF Funding Return); and
  - (c) the manner in which and the timescale over which the net amounts referred to in paragraph F2.14(b) are to be transferred.

F2.15. The licensee must comply with any direction issued by the Authority under paragraph F2.14.

F2.16. The Authority may direct how SIF Returned Project Revenues should be paid to customers through the SIF Funding Return Mechanism, or where the Authority considers it to be appropriate, how they should be retained by the licensee.

#### **Part E: The SIF Governance Document**

F2.17. The licensee must comply with the SIF Governance Document.

F2.18. The Authority will issue and amend the SIF Governance Document by direction.



F2.19. The Authority will publish the SIF Governance Document on the Authority's Website.

F2.20. The SIF Governance Document will make provision about the regulation, governance and administration of the SIF, including:

- (a) the eligibility criteria to be applied by, and information to be provided to, the Authority in relation to the assessment and approval of proposed SIF projects;
- (b) the evaluation criteria against which the funding of proposed SIF projects will be assessed and approved;
- (c) the process and procedures that will be in place for the assessment, approval, and financing of Eligible SIF Projects, including the SIF Funding Mechanism and SIF Funding Return Mechanism;
- (d) arrangements to ensure that relevant matters the licensee has learned from the implementation of Eligible SIF Projects can be captured and disseminated by the licensee to Transmission Licensees and Licensed Distributors;
- (e) the nature of the reporting obligations in respect of Eligible SIF Projects, which may include reporting in respect of the funding and the completion of such projects, as well as reporting on compliance with this condition and the provisions of the SIF Governance Document; and
- (f) arrangements relating to the treatment of intellectual property rights including SIF Returned Royalty Income in respect of Eligible SIF Projects.

F2.21. Before directing that the SIF Governance Document comes into effect the Authority will publish on the Authority's Website:

- (a) the text of the proposed SIF Governance Document;
- (b) the date that the Authority intends the SIF Governance Document to come into effect; and
- (c) the time within which representations may be made on the content of the SIF Governance Document, which will not be less than 28 days.

F2.22. Before directing an amendment to the SIF Governance Document, the Authority will publish on the Authority's Website:

- (a) the text of the amended SIF Governance Document;
- (b) the date on which the Authority intends the amended SIF Governance Document to come into effect;
- (c) the reasons for the amendment to the SIF Governance Document; and
- (d) a period during which representations may be made on the amendment to the SIF Governance Document, which will not be less than 28 days.

F2.23. The steps required to issue or amend the SIF Governance Document may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.

**Part F: Determination of the value of the RIIO-1 Network Innovation Competition term (NICF<sub>t</sub>)**

F2.24. The value of the RIIO-1 Network Innovation Competition term (NICF<sub>t</sub>) for the licensee in each Regulatory Year, in accordance with the appropriate provisions set out in the NIC Governance Document, will be calculated by the Authority and then, by direction given to the licensee, Transmission Licensees, and Licensed Distributors specify:

- (a) the value of NICF<sub>t</sub> for the licensee;
- (b) the net amounts that are to be transferred between the licensee, Transmission Licensees and Licensed Distributors in order to ensure that each such licensee receives an amount (if any) equal to the proportion of the NIC Funding for Regulatory Year t that is attributable to its Eligible NIC Projects (adjusted to take into account the amount of any Funding Return); and
- (c) the manner in which and the timescale over which the net amounts referred to in paragraph F2.24(b) are to be transferred.

F2.25. The licensee must comply with any direction issued by the Authority under paragraph F2.24.

F2.26. The Authority may direct how the Returned Project Revenues should be paid to customers through the Funding Return Mechanism, or, where the Authority considers it to be appropriate, how they should be retained by the licensee.

**Part G: The NIC Governance Document**

F2.27. The licensee must comply with the NIC Governance Document.

F2.28. The Authority will amend the NIC Governance Document by direction.

F2.29. The Authority will publish the NIC Governance Document on the Authority's Website.

F2.30. The NIC Governance Document makes and will continue to make provision about:

- (a) the process and procedures that will be in place for the assessment, approval, and financing of project funding (where necessary);
- (b) arrangements to ensure that relevant matters the licensee has learned from the implementation of Eligible NIC Projects can be captured and disseminated by the licensee to Transmission Licensees and Licensed Distributors;
- (c) the nature of the reporting obligations in respect of such projects (which may include reporting in respect of the funding and the completion of such

projects, as well as reporting on compliance with this condition and the provisions of the NIC Governance Document);

- (d) arrangements relating to the treatment of intellectual property rights including Returned Royalty Income in respect of Eligible NIC Projects; and
- (e) any other matters relating to the governance of the NIC.

F2.31. Before amending the NIC Governance Document by direction, the Authority will publish on the Authority's website:

- (a) the text of the NIC Governance Document;
- (b) the date on which the Authority intends the amended NIC Governance Document to come into effect;
- (c) the reasons for the amendments to the NIC Governance Document; and
- (d) a period during which representations may be made on the amendments to the NIC Governance Document, which will not be less than 28 days.

F2.32. The steps required to amend the NIC Governance Document may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.

## **Condition F3 Recovery of transmission network revenues**

### **Introduction**

F3.1. The purpose of this condition is to:

- (a) establish the charging restrictions that determine the level of Maximum Revenue that may be recovered by the licensee through Transmission Network Charges; and
- (b) set out the obligations on the licensee in respect of those restrictions.

### **Part A: Licensee's obligation when setting Transmission Network Charges**

F3.2. The licensee must when setting Transmission Network Charges, use best endeavours to ensure that Transmission Network Revenue does not exceed Maximum Revenue.

### **Part B: Formula for calculating Maximum Revenue ( $TO_t$ )**

F3.3. The value of Maximum Revenue ( $TO_t$ ) is derived in accordance with the following formula:

$$TO_t = PT_t + DIS_t + TS_t + NICF_t + SIFF_t + LAR_t + ADJ_t$$

where:

$PT_t$  means the allowed pass-through term and is derived in accordance with Part C;

$DIS_t$  means the amount derived as a result of:

(a) the total amount charged to the licensee in Regulatory Year t by Scottish Hydro Electric Transmission Plc, SP Transmission Plc and National Grid Electricity Transmission Plc in respect of Site-Specific Charges, minus

(b) the total income received by the licensee in respect of Site Specific Connection Charges calculated and applied in accordance with the Connection Charging Methodology Statement as set out in Section 14 of CUSC in Regulatory Year t from customers in the respective Transmission Areas of Scottish Hydro Electric Transmission Plc, SP Transmission Plc and National Grid Electricity Transmission Plc;

$TS_t$  means the amount (for the avoidance of doubt, including any amounts that are treated as capital contribution) derived as a result of:

(a) the total amount charged to the licensee in Regulatory Year  $t$  by Scottish Hydro Electric Transmission Plc, SP Transmission Plc, National Grid Electricity Transmission Plc and any Offshore Transmission Owner in respect of Transmission Owner Final Sums minus

(b) an amount equal to the income received by the licensee in Regulatory Year  $t$  in respect of users who reduce Transmission Entry Capacity or Developer Capacity or who terminate relevant bilateral agreements for connection access rights to the National Electricity Transmission System in the respective Transmission Areas of each of Scottish Hydro Electric Transmission Plc, SP Transmission Plc, National Grid Electricity Transmission Plc and any Offshore Transmission Owner;

$NICF_t$  means any legacy revenues associated with the RII0-1 Network Innovation Competition and is derived in accordance with condition F2 (Innovation funding);

$SIFF_t$  means the SIF Funding and is derived in accordance with condition F2;

$LAR_t$  means legacy adjustments to revenue and is derived in accordance with paragraph F3.4; and

$ADJ_t$  means adjustments to reflect differences between charges set for Maximum Revenue and actual Maximum Revenue and is derived in accordance with Part D.

F3.4.  $LAR_t$  has the value of  $TRU_t$  as determined in accordance with Part C of special condition 3A (Restriction of Transmission Network Revenue) of the Transmission Licence held by the licensee as in force on 31 March 2021. For Regulatory Years commencing on or after 1 April 2025, the value of  $LAR_t$  is equal to zero.

### **Part C: Formula for calculating the allowed pass-through term ( $PT_t$ )**

F3.5. The value of  $PT_t$  is derived in accordance with the following formula:

$$PT_t = PTI_t + PTE_t$$

where:

$PTI_t$  means the total value of pass-through items for which the licensee has an annual revenue adjustment responsibility and is calculated in accordance with paragraph F3.6; and

$PTE_t$  means the total value of pass-through items for which the licensee does not have an annual revenue adjustment responsibility and is calculated in accordance with paragraph F3.8.

F3.6. The value of  $PTI_t$  is derived in accordance with the following formula:

$$PTI_t = LF_t + ITC_t + BD_t$$

where:

$LF_t$  means the net payments made by the licensee under condition F6 (Payments by the licensee to the Authority), including any interest calculated in accordance with paragraph F6.4 of condition F6;

$ITC_t$  means the amount equal to invoices in respect of participation in the inter-transmission system operator compensation mechanism arising from the participation by Great Britain in the inter-transmission system operator compensation mechanism as provided for in Article 49 of the Electricity Regulation (EU) 2019/943;

$BD_t$  means the value of bad debt and is derived in accordance with paragraph F3.7.

F3.7. The value of  $BD_t$  is derived in accordance with the following formula:

$$BD_t = BDA_t - RBD_t$$

where:

$BDA_t$  means the aggregate value of Bad Debt the licensee has incurred or expects to incur with respect to Transmission Network Charges owed to the licensee by one or more Defaulting Connection and Use of System Code Party, less the interest income accrued at the default rate set out in the CUSC; and

$RBD_t$  means the aggregate value of monies received with respect to Bad Debt previously recovered by the licensee via the  $BDA_t$  term, where the licensee has received cash through either the Defaulting Connection and Use of System Code Party or through the administrator or liquidator of a Defaulting Connection and Use of System Code Party.

F3.8. The value of  $PTE_t$  is derived in accordance with the following formula:

$$PTE_t = Term_t + TSP_t + TSH_t + TNGET_t + TOFTO_t + OFET_t + TICF_t + TICP_t$$

where:

$Term_t$  means the adjustment equal to the income received (net of any amounts treated as capital contribution) by the licensee in respect of users who reduce Transmission Entry Capacity or Developer Capacity or who terminate relevant bilateral agreements for connection access rights to the National Electricity Transmission System;

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- $TSP_t$  means the amount notified to the licensee by SP Transmission Plc or any successor company pursuant to its Transmission Licence;
- $TSH_t$  means the amount notified to the licensee by Scottish Hydro Electric Transmission Plc or any successor company pursuant to its Transmission Licence;
- $TNGET_t$  means the amount notified to the licensee by National Grid Electricity Transmission Plc or any successor company pursuant to its Transmission Licence;
- $TOFTO_t$  means the total of the amounts notified to the licensee by each Offshore Transmission Owner pursuant to their Transmission Licences;
- $OFET_t$  means the amount equal to the payments made, in total, by the licensee to a Licensed Distributor with respect to charges for use of electricity distribution systems by offshore generating stations connected to those systems via Embedded Transmission Systems;
- $TICF_t$  means the total of the amounts notified to the licensee by each relevant Interconnector Owner pursuant to their electricity Interconnector Licences; and
- $TICP_t$  means the total of the amounts (whether of a positive or of a negative value) notified to the licensee by each relevant electricity interconnector licensee in relation to Relevant Year  $t$  pursuant to the conditions in their respective electricity Interconnector Licences.

**Part D: Formula for calculating the adjustment term ( $ADJ_t$ )**

F3.9. The value of  $ADJ_t$  is derived in accordance with the following formula:

$$ADJ_t = (TO_{t-1} - TO_{t-1}^* - (PTE_{t-1} - PTE_{t-1}^*)) \times (1 + I_{t-1} + 1.15\%)$$

where:

- $TO_t$  means Maximum Revenue derived in accordance with Part B;
- $TO_t^*$  means Maximum Revenue as most recently forecast and published by the licensee by 1 April of Regulatory Year  $t$ ;
- $PTE_t$  has the meaning in paragraph F3.5;
- $PTE_t^*$  means the value of  $PTE_t$  most recently forecast and published by the licensee by 1 April of Regulatory Year  $t$ ; and
- $I_t$  means the average value of the Reference Variable Rate.

## **Condition F4 Assets and resources**

### **Introduction**

F4.1. The purpose of this condition is to establish requirements on the licensee in relation to:

- (a) securing necessary resources;
- (b) maintaining an Intervention Plan;
- (c) the disposal of Relevant Assets; and
- (d) the use of commercial debt.

### **Part A: Availability of resources**

F4.2. The licensee must at all times act in a manner calculated to secure that it has available to it such resources, including (without limitation) management and financial resources, personnel, fixed and moveable assets, rights, licences, consents and facilities, on such terms and with all such rights, as shall ensure that it is at all times able:

- (a) to properly and efficiently carry on business and activities it is required to undertake under this licence, the Electricity Act 1989 and the Energy Act 2023; and
- (b) to comply in all respects with its obligations under this licence and such obligations under the Electricity Act 1989 and the Energy Act 2023 as apply to the licensee.

F4.3. The licensee must notify the Authority in Writing immediately if it becomes aware of any circumstance that causes it to not have a reasonable expectation that it will have sufficient resources (including, without limitation, management and financial resources, personnel, fixed and moveable assets, rights, licences, consents, and facilities) available to itself to enable the licensee to comply with paragraph F4.2.

F4.4. A notification provided by the licensee to the Authority under paragraph F4.3 must include a description of the factors which have led to the licensee making that notification.

### **Part B: Requirement to maintain an Intervention Plan**

F4.5. The licensee must have in place and maintain an Intervention Plan fulfilling the criteria described in paragraph F4.6.

F4.6. The Intervention Plan must contain information that would be sufficient to allow an administrator readily to obtain information on:

- (a) the financial assets, resources, and facilities of the licensee;
- (b) the non-financial assets, rights, and resources of the licensee including information on key management and operational personnel and information technology systems;



- (c) the liabilities of the licensee, including contingent and contractual liabilities, with counterparty and maturity information;
- (d) the tax affairs of the licensee;
- (e) the personnel of the licensee and any pension schemes sponsored or administered by the licensee;
- (f) any mortgages, charges, or other forms of security over the licensee's assets;
- (g) the systems and processes by which the licensee carries on the ISOP Business with information on any significant contractual arrangements, including those that impose obligations on the licensee;
- (h) any arrangements under which the licensee has relinquished operational control over Relevant Assets;
- (i) any contractual rights to receive cash or other financial assets from any ISOP Associate;
- (j) any contractual obligations to deliver cash or other financial assets to any ISOP Associate; and
- (k) the licensee's arrangements and procedures for ensuring compliance with legislative requirements and with its obligations under this licence, including price control reporting requirements.

F4.7. The requirements in paragraphs F4.5 and F4.6 will be satisfied if the Intervention Plan provides details of other documents or records (including electronic records) where that information can be readily obtained and those documents or records are either maintained by the licensee itself or are available to the licensee at all times under a legal or contractual right.

### **Part C: Disposal of Relevant Assets**

F4.8. The licensee must not undertake an Asset Disposal or relinquish operational control over any Relevant Asset except where the transaction in question:

- (a) is required by or under any enactment, any provision of subordinate legislation within the meaning of the Interpretation Act 1978, or a regulation of the Council or Commission of the European Union that has effect in EU law immediately before IP Completion Day;
- (b) is in accordance with directions issued by the Authority for the purposes of this condition containing a written general consent (whether or not subject to conditions) to transactions of a specified description; or
- (c) has been notified to the Authority in accordance with paragraph F4.9 and the Authority confirms in writing that it consents to such Asset Disposal or relinquishment of operational control over a Relevant Asset as specified in the written notice (which consent may be made subject to acceptance by the licensee or any third party to the transaction in question, of such conditions as the Authority may specify).

- F4.9. For the purpose of requesting consent from the Authority under paragraph F4.8(c), the licensee must give to the Authority not less than two months' prior written notice of its intention to undertake an Asset Disposal or relinquish operational control over any Relevant Asset.
- F4.10. The Authority may request further information relating to such asset or the circumstances of such intended Asset Disposal or relinquishment of control or to the intentions of the person proposing to acquire such asset or operational control over such asset.

#### **Part D: Indebtedness**

- F4.11. The licensee shall not without the prior written consent of the Authority (following the disclosure by the licensee of all material facts):
- (a) create or continue or permit to remain in effect any mortgage, charge, pledge, lien or other form of security or encumbrance whatsoever, undertake any indebtedness to any other person or enter into any guarantee or any obligation, otherwise than by way of:
    - (i) transactions for a Permitted Purpose, which are on an arm's length basis and on normal commercial terms, and which are undertaken as part of the usual and ordinary course of the licensee's business operations; or
    - (ii) financial arrangements or guarantees between the licensee and the Secretary of State or as otherwise approved by the Secretary of State;
  - (b) transfer, lease, license or lend any sum or sums, asset, right or benefit to any ISOP Associate; or
  - (c) enter into an agreement, incur a commitment incorporating, or permit to remain in effect any agreement or commitment incorporating a cross-default obligation;
- except where the transaction is in accordance with directions issued by the Authority for the purposes of this condition containing a written general consent to transactions of a specified description.
- F4.12. With respect to transactions under paragraph F4.11 (a)(i), the licensee must have a system of internal controls for the purpose of ensuring it has regard to any published guidance issued from time to time by HM Treasury (or a successor body) outlining principles, recommendations or guidelines on the use and management of financial resources by public organisations in the United Kingdom (to the extent such principles, recommendations or guidelines are relevant to the licensee).

## **Condition F5 Financial Model and Handbook**

### **Introduction**

- F5.1. The purpose of this condition is to set out requirements on the licensee in relation to the Financial Model.
- F5.2. This condition also establishes the Financial Handbook and the process the Authority will follow in issuing and amending the Financial Handbook.

### **Part A: The Financial Model**

- F5.3. The licensee must maintain the Financial Model, in line with the requirements in this Part.
- F5.4. The Financial Model must contain the licensee's detailed calculation for its ESO Allowed Revenue term ( $ESOAR_t$ ), in line with the requirements in condition F1 (Expenditure and allowed revenue) and the Financial Handbook.
- F5.5. The licensee must send the Financial Model and its calculation of  $ESOAR_t$  to the Authority in accordance with the process and timelines stated in the Financial Handbook.
- F5.6. Following receipt of the Financial Model, the Authority may give a direction to the licensee that the Financial Model requires specified changes and the date by which the licensee is required to submit a revised version of the Financial Model to the Authority.
- F5.7. Following a review of the Financial Model by the Authority and unless directed otherwise, the licensee must publish a final version of the Financial Model each Regulatory Year on its website in accordance with the timelines and requirements stated in the Financial Handbook.

### **Part B: The Financial Handbook**

- F5.8. The licensee must comply with the Financial Handbook.
- F5.9. The Authority will issue and amend the Financial Handbook by direction.
- F5.10. The Authority will publish the Financial Handbook on the Authority's Website.
- F5.11. The Financial Handbook will include provisions about or impose requirements in relation to, but not limited to:
- (a) the methodologies for calculating the revenue terms  $LEG_t$ ,  $TAX_t$ ,  $ESOI_t$ ,  $DPN_t$  and  $RAV_t$ , which each feed into the calculation of ESO Allowed Revenue in condition F1;
  - (b) the closeout methodology in relation to ISOP Regulatory Asset Value;
  - (c) the price indexation methodologies for determining the maximum value of Total NIA Expenditure and Total Legacy NIA Expenditure, the SO-TO Threshold, and any other monetary values which require price indexation;

- (d) the timelines and processes the licensee should follow when submitting the Financial Model to the Authority and publishing it on its website; and
- (e) any other matters relating to the regulation, governance and administration of the Financial Model and the Financial Handbook.

F5.12. Before issuing or amending the Financial Handbook, the Authority will publish on the Authority's Website:

- (a) the text of the proposed or amended Financial Handbook;
- (b) the date on which the Authority intends the Financial Handbook or amended Financial Handbook to come into effect; and
- (c) a period during which representations may be made on the content of the Financial Handbook, which must be at least 14 days or as agreed with the Authority.

F5.13. After issuing or amending the Financial Handbook, the Authority must:

- (a) publish the Financial Handbook on the Authority's Website; and
- (b) ensure that any amendments to Financial Handbook are promptly incorporated into a consolidated version maintained on the Authority's Website.

F5.14. The steps required to issue or amend the Financial Handbook may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.

## **Condition F6 Payments by licensee to the Authority**

### **Introduction**

F6.1. The purpose of this condition is to set requirements on the licensee in relation to payments to the Authority for the recovery of licence fees.

### **Part A: Payments to be made**

F6.2. In respect of each Relevant Year during which the licensee holds this licence, the licensee shall pay to the Authority the aggregate of:

- (a) an amount which is the Licence Fee Proportion of the costs of the Authority during the year in question;
- (b) the Licence Fee Proportion of the costs of Citizens Advice;
- (c) the Licence Fee Proportion of the costs of Citizens Advice Scotland or Consumer Scotland;
- (d) an amount which is the Licence Fee Proportion of the costs of the Citizens Advice, Citizens Advice Scotland or Consumer Scotland on, or in connection with, the support of any qualifying public consumer advice scheme that the Secretary of State considers is reasonable having regard to the functions exercisable by the National Consumer Council in relation to gas and electricity consumers; and
- (e) an amount that is the Licence Fee Proportion of the costs of the Secretary of State during the year in question in respect of:
  - (i) payments made by the Secretary of State by virtue of paragraph 4(2) or (2A) of Schedule 7 to the Electricity Act 1989 (payments relating to meter examiners); and
  - (ii) any other costs incurred by the Secretary of State in performing functions conferred by Schedule 7 to the Electricity Act 1989 or by electricity meter regulations (as defined in section 95(5) of the Energy Act 2008).

### **Part B: Timing of payments and interest**

F6.3. The amounts (net of any credit notes issued by the Authority) determined in accordance with paragraph F6.2 shall be paid by the licensee to the Authority in two instalments, with:

- (a) the first instalment being due for payment by 31 July in each Relevant Year; and
- (b) the second instalment being due for payment by 31 January in each Relevant Year

provided that, in each case, if the Authority has not given notice of the amount of the instalment due at least 30 days before the payment date stated above, the licensee shall pay the amount due within 30 days from the actual giving of notice by the Authority to the licensee (whenever notice is given).

- F6.4. If the licensee fails to pay the amount determined in accordance with paragraph F6.2 within 30 days of the payment date determined in accordance with paragraph F6.3, it shall with effect from that date pay simple interest on that amount at the rate which is from time to time equivalent to the base rate of NatWest Bank plc or, if there is no such base rate, such base rate as the Authority may designate for the purposes hereof.

## **Condition F7 Remuneration Policy and Expenses Policy**

### **Introduction**

F7.1. The purpose of this condition is to ensure that the licensee has in place and complies with:

- (a) a Remuneration Policy (as described in Part B of this condition); and
- (b) an Expenses Policy (as described in Part C of this condition),

that has been approved by the Authority.

### **Part A: Submitting policies for approval**

F7.2. The licensee must prepare and submit to the Authority:

- (a) a Remuneration Policy; and
- (b) an Expenses Policy,

within one month of this condition coming into effect, or such later date with the consent of the Authority.

F7.3. On receipt of the policies provided for in paragraph F7.2, or any revisions of them as provided for in paragraph F7.4(b), the Authority will:

- (a) approve any policy (or any revised version) and notify the licensee of such approval;  
or
- (b) give a direction to the licensee that the new (or revised) Remuneration Policy and/or Expenses Policy requires further development and the date by which the licensee is required to submit any subsequent revisions to the Authority for approval.

F7.4. Following the Authority's approval of the policies provided for in paragraph F7.2, the licensee must (unless the Authority otherwise consents or directs):

- (a) comply at all times with the Remuneration Policy and the Expenses Policy;
- (b) publish the Remuneration Policy and the Expenses Policy on its Website as soon as reasonably practicable after the Authority's approval;
- (c) review each of the policies at least every twelve months and revise them as necessary; and
- (d) submit any revisions to the Authority, which will only become effective once the Authority has approved them, in accordance with paragraph F7.3.

### **Part B: Remuneration Policy**

F7.5. The Remuneration Policy must describe the principles, practices, procedures and systems that the licensee must follow when remunerating its employees, and the policy shall include the following:

- (a) the principles the licensee follows when setting remuneration for its employees (for management and the wider workforce);
- (b) the approach the licensee takes to annual increases in remuneration for its employees (for management and the wider workforce);
- (c) the approach the licensee takes to avoiding any differences in remuneration between protected characteristics under the Equality Act 2010;
- (d) the principles and methodologies for awarding performance related remuneration, including how any assessment of the licensee's performance by the Authority (including with respect to arrangements in Part A of condition G2 (Performance reports and assessments)), and any instances of non-compliance with this licence or enforcement actions against the licensee, will be taken into consideration for senior management performance related remuneration;
- (e) the principles and methodologies for awarding any other employee benefits; and
- (f) the remuneration ratios between senior management and the wider workforce.

### **Part C: Expenses Policy**

- F7.6. The Expenses Policy must describe the principles, practices, procedures and systems that the licensee must follow in relation to the use of, and approval of, expenses by employees (management and the wider workforce) when carrying out business on behalf of the licensee, and the policy shall include the following:
- (a) expenses for travel by air, sea, rail, taxi or any other form of transport;
  - (b) subsistence expenses (for food and drink); and
  - (c) expenses for staying overnight.



## **Condition F8 Assistance for Areas with High Distribution Costs Scheme (AAHDCS)**

### **Introduction**

F8.1. The purpose of this condition is to establish:

- (a) the restriction on revenue;
- (b) payments from Authorised Suppliers;
- (c) payments to a Relevant Distributor; and
- (d) an annual statement,

in relation to the Assistance for Areas with High Distribution Costs Scheme (AAHDCS).

### **Part A: Restriction on revenue**

F8.2. The licensee must use its best endeavours to ensure that, in each Relevant Year, the revenue derived by the licensee from the AAHDCS Activity does not exceed the Total Scheme Amount for that Relevant Year as calculated in accordance with the following formula:

$$HBM_t = A_t + SA_t + (HBOC_t - HBK_t)$$

where:

$HBM_t$  represents the Total Scheme Amount in relation to the Relevant Year t.

$A_t$  represents the Assistance Amount in relation to the Relevant Year t.

$SA_t$  represents the Shetland Assistance Amount in relation to the Relevant Year t.

$HBOC_t$  represents the Administration Allowance in relation to the Relevant Year t.

$HBK_t$  represents the Correction Amount in relation to the Relevant Year t.

F8.3. For the purposes of paragraph F8.2, for each Relevant Year, the Assistance Amount shall be derived from the following formula:

$$A_t = A_{t-1} \times \left( 1 + \left( \frac{CPIH_t}{100} \right) \right)$$

where:

$A_{t-1}$  represents the Assistance Amount in relation to the Relevant Year t-1.

$CPIH_t$  means the percentage change (whether of a positive or a negative value) in the arithmetic average of the CPIH figures published or determined with respect to each of the six months May to October (both inclusive) in relation to the Relevant Year t-1 and that are published or determined with respect to the same months in relation to the Relevant Year t-2.

F8.4. For the purposes of paragraph F8.2, for each Relevant Year, the Shetland Assistance Amount shall be derived from the following formula:

$$SA_t = SA_{t-1} \times \left(1 + \frac{CPIH_t}{100}\right)$$

where:

$SA_{t-1}$  represents the Shetland Assistance Amount in relation to the Relevant Year t-1.

$CPIH_t$  has the meaning given in paragraph F8.3.

F8.5. For the purposes of paragraph F8.2, for each Relevant Year, the Administration Allowance shall be derived from the following formula:

$$HBOC_t = HBOC_{t-1} \times \left(1 + \left(\frac{CPIH_t}{100}\right)\right)$$

where:

$HBOC_{t-1}$  represents the Administration Allowance in relation to the Relevant Year t-1.

$CPIH_t$  has the meaning given in paragraph F8.3.

F8.6. For the purposes of paragraph F8.2, for each Relevant Year the Correction Amount shall have the value derived from the following formula:

$$HBK_t = (HBC_{t-1} - HBM_{t-1}) \times \left(1 + \left(\frac{I_t}{100}\right)\right)$$

where:

$HBC_{t-1}$	means the total income from payments received from Authorised Suppliers during the Relevant Year t-1 in accordance with Part B of this condition, excluding any interest on Late Payments.
$HBM_{t-1}$	means the Total Scheme Amount in relation to the Relevant Year t-1.
$I_t$	represents the Base Interest Rate in relation to the Relevant Year t as of the date upon which such calculation under paragraph F8.2 is conducted.

F8.7. For the purposes of paragraphs F8.3 to F8.6, where the Relevant Year t-1 is the year beginning on 1 April 2022, the following amounts in relation to that year are the amounts calculated in accordance with condition C20 (Assistance for areas with high distribution costs scheme: restriction on revenue) of the Transmission Licence held by the licensee as in force immediately before 1 April 2023:

- (a) the Assistance Amount;
- (b) the Shetland Assistance Amount;
- (c) the Administration Allowance; and
- (d) the Total Scheme Amount

### **Part B: Payments from Authorised Suppliers**

F8.8. Pursuant to the Energy Act 2004 (Assistance for Areas with High Distribution Costs) Order 2005, the licensee must collect payments from Authorised Suppliers in accordance with the provisions of Part B.

F8.9. For each Relevant Year the licensee must calculate an AAHDCS Tariff (in p/kWh) by dividing the Total Scheme Amount by a reasonable forecast of the total Units of Electricity Supplied within Great Britain by Authorised Suppliers during the Relevant Year.

F8.10. For each Relevant Year, the licensee must calculate a Shetland AAHDCS Tariff (in p/kWh) by dividing the total Shetland Assistance Amount by a reasonable forecast of the total Units of Electricity Supplied within Great Britain by Authorised Suppliers during the Relevant Year.

F8.11. The licensee must issue to each Authorised Supplier an invoice for the amount determined by applying the AAHDCS Tariff to the Units of Electricity Supplied by each Authorised Supplier during each period in relation to the Relevant Year t specified in the following table and such invoices must be issued in respect of each such period in relation to the Relevant Year t by the dates specified in the following table specifying the amount due and the date required for payment of such amount by the Authorised Supplier which shall not be more than 28 days from the date of the invoice.

<b>Period in Relevant Year</b>	<b>Invoice dates in relation to Relevant Year</b>
April to June	15 August
July to September	15 November
October to December	15 February
January to March	15 May

F8.12. For each Relevant Year, for the purpose of information, each invoice issued to an Authorised Supplier pursuant to paragraph F8.11 must specify the amount determined by applying the Shetland AAHDCS Tariff to the Units of Electricity Supplied by that Authorised Supplier during each period in relation to the Relevant Year t specified in the table in paragraph F8.11.

F8.13. The invoices issued in accordance with paragraph F8.11 may also include a separate amount payable by an Authorised Supplier representing an interest charge of 8 per cent above the Base Interest Rate on any payment not made to the licensee by the Authorised Supplier on the date specified calculated for each day after the date on which any payment relating to a previous invoice or to previous invoices should have been made up to the date on which such payment was actually made.

F8.14. For each Relevant Year, the licensee must prepare a statement setting out in respect of such Relevant Year:

- (a) the methodology used to calculate the AAHDCS Tariff (in p/kWh);
- (b) the AAHDCS Tariff (in p/kWh) that will apply in the Relevant Year;
- (c) the terms for payment of invoices issued under paragraph F8.11 including the dates by which such invoices must be paid;
- (d) a statement that the level of interest to be applied to any Late Payments by an Authorised Supplier must be 8% above the Base Interest Rate as calculated and applied in accordance with paragraph F8.13;
- (e) contact details which can be used if an Authorised Supplier has any queries concerning the operation of the AAHDCS;
- (f) a statement of the Administration Allowance; and
- (g) a statement of the Assistance Amount payable by the licensee in relation to the Relevant Year, together with details of the payments payable by the licensee on the payment dates in relation to the Relevant Year specified in Part C of this condition.

F8.15. For each Relevant Year the statement made in accordance with paragraph F8.14 must also set out:

- (a) the methodology used to calculate the Shetland AAHDCS Tariff;
- (b) the Shetland AAHDCS Tariff that will apply in the Relevant Year; and

- (c) a statement of the Shetland Assistance Amount payable by the licensee in relation to the Relevant Year, together with details of the payments payable by the licensee on the payment dates in relation to the Relevant Year specified in Part C of this condition.

F8.16. For each Relevant Year, as soon as reasonably practicable after the preparation of the statement made in accordance with paragraph F8.14 and not less than 1 month prior to issuing the first invoice in the Relevant Year to which such statement relates, the licensee shall provide a copy of the statement to the Authority, Authorised Suppliers and to a Relevant Distributor. Where a person becomes an Authorised Supplier on a date after the statement has been provided under this paragraph, the licensee must provide a copy to such Authorised Supplier as soon as reasonably practicable after such date.

F8.17. The licensee must publish any statement prepared in accordance with paragraph F8.14 on its website.

### **Part C: Payments to a Relevant Distributor**

F8.18. Pursuant to the Energy Act 2004 (Assistance for Areas with High Distribution Costs) Order 2005 the licensee must in respect to each Relevant Year pay to a Relevant Distributor the Assistance Amount in the proportions specified in the table below and on the payment dates specified therein.

<b>Payment dates</b>	<b>Proportion of Assistance Amount payable on payment date</b>
15 September	23%
15 December	22%
15 March	27%
15 June	28%

For the avoidance of doubt, the payments required by Part C of this condition must be made to a Relevant Distributor by the licensee whether or not sufficient monies have been received by the licensee from Authorised Suppliers in accordance with Part B of this condition.

F8.19. In respect of each Relevant Year, the licensee must pay to a Relevant Distributor the Shetland Assistance Amount in the proportions specified and on the payment dates specified in the table in paragraph F8.18.

### **Part D: Annual statement**

F8.20. As soon as practicable after issuing the last invoice in any Relevant Year in accordance with Part B of this condition the licensee must provide the Authority and a Relevant Distributor with a statement of:

- (a) the Total Scheme Amount;
- (b) the mechanism for the calculation of the Total Scheme Amount; and

(c) the values of the components used in the calculation of the Total Scheme Amount,  
with respect to the Relevant Year.

## **Condition F9 Disapplication and suspension of Relevant Licence Conditions**

### **Introduction**

F9.1. The purpose of this condition is to enable:

- (a) the licensee to make a formal request for the disapplication of the Relevant Licence Conditions (in whole or in part) and for such provisions to be disapplied following such a request in the circumstances specified below.
- (b) a suspension of the Relevant Licence Conditions in the event of a Security Period where this is necessary for the recovery of Allowed Security Costs.

### **Part A: Procedure for making a Disapplication Request**

F9.2. The licensee may serve a Disapplication Request on the Authority.

F9.3. A Disapplication Request must:

- (a) be in Writing and addressed to the Authority;
- (b) specify to which of the Relevant Licence Conditions (or any part or parts of them) the request relates;
- (c) provide a full statement of the licensee's reasons for making the request;
- (d) contain such other information or analysis as the licensee considers sufficient to enable the Authority to fully assess the Disapplication Request; and
- (e) state the Disapplication Date that the licensee proposes, which must not be earlier than the appropriate date that is mentioned in Part B.

F9.4. A Disapplication Request served under paragraph F9.2 may be served in respect of a specified geographical area.

F9.5. The Authority may, within 28 days of a Disapplication Request, give notice to the licensee:

- (a) specifying further information or analysis that the Authority reasonably considers is required in order to fully assess the Disapplication Request; and
- (b) requesting the licensee to provide that information or analysis.

F9.6. The licensee may withdraw a Disapplication Request at any time.

### **Part B: Date from which a disapplication may take effect**

F9.7. The Disapplication Date specified in a Disapplication Request must be after the period of 18 months beginning with the date of the submission of the Disapplication Request, unless the Authority consents in writing to an earlier date.

F9.8. If paragraph F9.5 applies, a Disapplication Request will be treated as served when the further information or analysis is received by the Authority and, in consequence the Disapplication Date set out in the Disapplication Request no longer complies with paragraph F9.7, the Disapplication Date will be treated as being the earliest date that would comply with that paragraph.

### **Part C: Licensee's right to terminate under a Disapplication Request**

F9.9. If the licensee has served on the Authority a Disapplication Request that complies with the requirements of Parts A and B, it may subsequently give the Authority a Disapplication Notice:

- (a) in the circumstances described in Part D; or
- (b) in the circumstances described in Part E.

F9.10. In either case the Disapplication Notice may not take effect before the Disapplication Date or such earlier date to which the Authority may have consented under Part B.

### **Part D: Termination without involvement of the Competition and Markets Authority**

F9.11. The circumstances referred to in paragraph F9.9(a) are that by the beginning of the period of six months that would end on the Disapplication Date, the Authority has not in response to the Disapplication Request published a decision under section 11A(7) of the Electricity Act 1989 to modify:

- (a) the Relevant Licence Conditions (or any part or parts of them) to which the Disapplication Request applies; or
- (b) this condition so as to remove the licensee's right to give the Authority a Disapplication Notice in respect of the relevant Disapplication Request.

### **Part E: Termination after involvement of the Competition and Markets Authority**

F9.12. The circumstances referred to in paragraph F9.9(b) are that the Authority has published a decision as described in paragraph F9.11(a) or F9.11(b) and:

- (a) the licensee has exercised its right to appeal to the Competition and Markets Authority against that decision of the Authority under section 11C of the Electricity Act 1989;
- (b) the Competition and Markets Authority, acting under section 11F of the Electricity Act 1989 has, in respect of the provision to which the Disapplication Notice relates:
  - (i) quashed the Authority's decision; and
  - (ii) neither remitted the matter back to the Authority under section 11F(2)(b) of the Electricity Act 1989 nor substituted its own decision for that of the Authority under section 11F(2)(c) of the Electricity Act 1989; and



- (c) no more than 30 days have elapsed since the date on which the Competition and Markets Authority quashed the decision in the circumstances described in paragraph F9.12(b)(i).

**Part F: Suspension of Relevant Licence Conditions during a Security Period**

F9.13. At any time during a Security Period, the licensee may give notice in Writing to the Authority suspending, with effect from the date the notice is received by the Authority, application of the Relevant Licence Conditions as may be specified in the notice, for the remaining duration of the Security Period.

F9.14. At any time during a Security Period, the Authority may by direction (having regard to its duties):

- (a) suspend or modify for the remaining duration of the Security Period the Relevant Licence Conditions or any part or parts thereof; or
- (b) introduce for the remaining duration of the Security Period new licence conditions,

in either case, so as to make such provision as in the opinion of the Authority is necessary or appropriate to enable the licensee to recover by means of an appropriate equitable increase on Use of System Charges an amount estimated as being equal to the licensee's Allowed Security Costs during such period.

F9.15. Following the end of each Relevant Year the licensee must provide to the Authority details in respect of that Relevant Year of:

- (a) the licensee's estimate of Allowed Security Costs;
- (b) the aggregate amounts charged on account of the licensee's Allowed Security Costs; and
- (c) the basis of and calculations underlying the Allowed Security Costs.

## **Condition F10 ISOP implementation funding**

### **Introduction**

F10.1. The purpose of this condition is to establish:

- (a) arrangements the licensee must follow to make any payments to National Grid Plc or its Affiliates or Related Undertakings for recovery through the term  $FSONG_t$  in condition F1 (Expenditure and allowed revenue);
- (b) requirements on the licensee in respect of the FSO Day 1 Report; and
- (c) the FSO Transition Funding Governance Document and the process the Authority will follow in issuing and amending the FSO Transition Funding Governance Document.

### **Part A: Payments for FSO Transition Activities**

F10.2. The licensee may only make payments to National Grid Plc or its Affiliates or Related Undertakings in respect of costs incurred by National Grid Plc or its Affiliates or Related Undertakings for FSO Transition Activities carried on or after FSO Day 1 if the payments are made under (and in compliance with the terms of):

- (a) the Transitional Services Agreement;
- (b) the Operational Services Agreement; or
- (c) the Day 2 CTA Contract.

F10.3. The licensee must use its best endeavours to establish and maintain the Day 2 CTA Contract as soon as practicable after this condition comes into effect until the final payment to be made under that contract has been made in accordance with the terms of the contract, subject to the requirements in condition F10.5.

F10.4. The licensee must send the Authority, in a timely manner, a copy of the final, legally binding version of the Day 2 CTA Contract along with any updated or amended versions of the Day 2 CTA Contract.

F10.5. The Day 2 CTA Contract, and any amendments to the Day 2 CTA Contract, must meet the requirements set out in any direction issued by the Authority (following consultation with the licensee and National Grid Holdings One plc).

F10.6. The consultation in paragraph F10.5 may be satisfied by action taken before, as well as action taken after, this condition comes into effect.

F10.7. The licensee may only make payments to National Grid Holdings One plc in respect of costs incurred by National Grid Holdings One plc for FSO Transition Activities carried out prior to FSO Day 1 if:

- (a) The payment is in compliance with the terms of the legally executed FSO Transition Intragroup Contract which has been approved by the Secretary of State and the Authority;
- (b) The Secretary of State has confirmed that they are satisfied that National Grid Holdings One plc has sufficiently demonstrated that it has taken the

necessary actions within its control to achieve or make sufficient progress towards achieving the FSO Day 1 Deliverables, accounting for any changes to the FSO Day 1 Deliverables that are made through the processes set out in the FSO Transition Funding Governance Document;

- (c) The value invoiced to the licensee by National Grid Holdings One plc has been approved by the Authority as eligible for recovery according to the FSO NG Cost Recovery Principles set out in the FSO Transition Funding Governance Document; and
- (d) The Authority has confirmed that it is satisfied that National Grid Holdings One plc has provided the information the licensee requires to comply with Part D of this condition and any information which was required to comply with Part F of Special Condition 2.15 of the Transmission Licence held by the licensee, immediately prior to this licence having effect.

F10.8. The Authority may direct the licensee to make a payment of a different value to the amount National Grid Holdings One plc proposes to invoice the licensee for FSO Transition Activities under the FSO Transition Intragroup Contract, including where the Authority has deemed that not all proposed costs are consistent with the FSO NG Cost Recovery Principles.

#### **Part B: FSO Transition Intragroup Contract**

F10.9. The licensee must maintain a FSO Transition Intragroup Contract with National Grid Holdings One plc until the Final Intragroup Contract Payment has been made.

F10.10. Following the Final Intragroup Contract Payment being made, the FSO Transition Intragroup Contract may be terminated following the Authority and the Secretary of State confirming in Writing their approval for the termination.

F10.11. The FSO Transition Intragroup Contract must meet the requirements set out in the FSO Transition Funding Governance Document and this condition.

F10.12. The FSO Transition Intragroup Contract must contain:

- (a) A schedule of dates when amounts meeting the conditions in Part A will become payable from the licensee to National Grid Holdings One plc;
- (b) Details of the information National Grid Holdings One plc must provide to the licensee to support the licensee's requirements under part C of this condition and any information which was required to comply with Part F of Special Condition 2.15 of the Transmission Licence held by the licensee, immediately prior to this licence having effect; and
- (c) Any other required contents set out in the FSO Transition Funding Governance Document.

F10.13. The FSO Transition Intragroup Contract and any amendment to it must be approved by the Authority and the Secretary of State before it is executed.

F10.14. Following any approved amendments to the FSO Transition Intragroup Contract, a copy of the amended FSO Transition Intragroup Contract must be provided to the Authority and the Secretary of State within 14 Business Days.

F10.15. The licensee must use reasonable endeavours to procure that the FSO Transition Intragroup Contract is amended to comply with any change required by any amendment to the FSO Transition Funding Governance Document.

### **Part C: FSO Day 1 Report**

F10.16. The licensee must provide the Authority and Secretary of State with a FSO Day 1 Report, which meets the requirements in paragraph F10.17, by no later than two months following this licence coming into effect, or another date agreed with the Authority.

F10.17. The FSO Day 1 Report must contain:

- (a) The licensee's expected final values to be recovered through FSOESOAt, with that term given the meaning in Special Condition 4.2.18 of the Transmission Licence held by the licensee, immediately prior to this licence having effect, and to be recovered through FSONGt in respect of FSO Transmission Activities carried out prior to FSO Day 1;
- (b) a final assessment of the licensee's and National Grid Holdings One plc's progress against the FSO Day 1 Delivery Schedule; and
- (c) information needed to meet any other requirements relevant to the FSO Day 1 Report set out in the FSO Transition Funding Governance Document.

### **Part D: FSO Transition Funding Governance Document**

F10.18. The licensee must comply with the FSO Transition Funding Governance Document.

F10.19. The Authority will issue and may amend the FSO Transition Funding Governance Document by direction.

F10.20. The Authority will publish the FSO Transition Funding Governance Document and any amendments to it on the Authority's Website.

F10.21. The FSO Transition Funding Governance Document may make provision about the arrangements for the recovery of costs for FSO Transition Activities or impose requirements on the licensee related to the recovery of costs for FSO Transition Activities, which may include, but will not be limited to:

- (a) the FSO Day 1 Delivery Schedule;
- (b) the FSO Transition Activities;
- (c) the FSO Transition Intragroup Contract, or any documents associated with the FSO Transition Intragroup Contract;
- (d) the payments made or to be made to National Grid plc or its Affiliates or Related Undertakings in association with FSONGt;

- (e) the FSO NG Cost Recovery Principles;
- (f) reporting requirements; and
- (g) any other matters relating to the regulation of or arrangements for the recovery of costs for FSO Transition Activities.

F10.22. Before issuing new or amending the FSO Transition Funding Governance Document, the Authority will publish on the Authority's Website:

- (a) the text of the proposed or amended FSO Transition Funding Governance Document;
- (b) the date on which the Authority intends the FSO Transition Funding Governance Document, or the amendment to it, to come into effect; and
- (c) a period during which representations may be made on the content of the FSO Transition Funding Governance Document, which will not be less than 28 days.

F10.23. The steps required to issue or amend the FSO Transition Funding Governance Document may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.

## **Section G: Regulatory reports and assessment**

## **Condition G1 Business Plan**

### **Introduction**

- G1.1. The purpose of this condition is to set obligations on the licensee related to developing a Business Plan.
- G1.2. This condition also sets out the process the Authority will follow in issuing and amending the NESO Business Plan Guidance.

### **Part A: Business Plan**

- G1.3. Before the start of the Regulatory Year commencing 1 April 2025, and subsequently on an annual basis, unless the Authority directs otherwise, the licensee must:
- (a) produce a Business Plan; and
  - (b) publish the Business Plan on its website.
- G1.4. The Business Plan must contain:
- (a) the licensee's forecast of the total Internal Expenditure that it expects to incur for the Regulatory Year ahead;
  - (b) an explanation of and justification for the forecast Internal Expenditure;
  - (c) where and when required by the NESO Business Plan Guidance, a summary of the licensee's key strategic aims in respect of the time period specified in the NESO Business Plan Guidance; and
  - (d) a summary of the licensee's key work priorities and major planned deliverables for the Regulatory Year, including how they relate to its latest key strategic aims under the requirements of paragraph G1.4(c); and
  - (e) any other required contents set out in the NESO Business Plan Guidance.

### **Part B: Stakeholder engagement**

- G1.5. When preparing the Business Plan, the licensee must engage with relevant stakeholders, in line with the guidance provided in the NESO Business Plan Guidance.

### **Part C: Authority's review and determination**

- G1.6. The licensee must submit the Business Plan, and any other supporting information required by the Authority for review, in line with the process and timelines set out in the NESO Business Plan Guidance.
- G1.7. The Authority will assess the Business Plan, and any other supporting information required by the Authority, in line with the process and timelines set out in the NESO Business Plan Guidance.
- G1.8. The Authority will publish an annual Plan Determination following its assessment of the Business Plan on the Authority's Website.

G1.9. The Authority's Plan Determination will set out the Authority's views and conclusions on the contents of the Business Plan, including, where relevant, the key strategic aims, activities and costs outlined in the Business Plan, in line with the process in the NESO Business Plan Guidance.

**Part D: NESO Business Plan Guidance**

G1.10. The Authority will issue and amend the NESO Business Plan Guidance by direction.

G1.11. The licensee must comply with the NESO Business Plan Guidance.

G1.12. The Authority will publish the NESO Business Plan Guidance on the Authority's Website.

G1.13. The NESO Business Plan Guidance will include provisions about or impose requirements in relation to:

- (a) the date for the submission of the Business Plan;
- (b) the contents of the Business Plan;
- (c) the processes for engagement with stakeholders, including any consultations; and
- (d) how the Authority will assess the Business Plan and make a Plan Determination.

G1.14. Before issuing a new or amended NESO Business Plan Guidance, the Authority will publish on the Authority's Website:

- (a) the text of the proposed or amended NESO Business Plan Guidance;
- (b) the date on which the Authority intends the NESO Business Plan Guidance or amended NESO Business Plan Guidance to come into effect; and
- (c) a period during which representations may be made on the content of the NESO Business Plan Guidance, which will not be less than 28 days.

G1.15. After issuing or amending the NESO Business Plan Guidance, the Authority must:

- (a) publish the NESO Business Plan Guidance on the Authority's Website; and
- (b) ensure that any amendments to the NESO Business Plan Guidance are promptly incorporated into a consolidated version maintained on the Authority's Website.

G1.16. The steps required to issue or amend the NESO Business Plan Guidance may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.



## **Condition G2 Performance reports and assessment**

### **Introduction**

- G2.1. The purpose of this condition is to establish the licensee's regulatory performance incentives, including requirements on the licensee in relation to performance reporting and gathering stakeholder feedback, and the arrangements for an assessment of the licensee's performance by the Authority.
- G2.2. This condition also establishes the NESO Performance Arrangements Governance Document and sets out the process the Authority will follow in issuing and amending the NESO Performance Arrangements Governance Document.

### **Part A: Performance reports, stakeholder feedback and assessment**

- G2.3. The licensee must publish, on its website, reports demonstrating its performance carrying out the ISOP Business, including with respect to the achievement of its delivery of its Business Plan, in line with the requirements in the NESO Performance Arrangements Governance Document.
- G2.4. The licensee must put in place arrangements that enable stakeholders to provide regular and coordinated feedback on the licensee's performance carrying out the ISOP Business, in line with the specific requirements in the NESO Performance Arrangements Governance Document, and must use reasonable endeavours to ensure these arrangements facilitate feedback from a diverse range of stakeholders.
- G2.5. At the end of each Assessment Period the Authority will publish its views of the licensee's performance over that Assessment Period, in line with the arrangements in the NESO Performance Arrangements Governance Document.

### **Part B: The NESO Performance Arrangements Governance Document**

- G2.6. The licensee must comply with the NESO Performance Arrangements Governance Document.
- G2.7. The Authority will issue and amend the NESO Performance Arrangements Governance Document by direction.
- G2.8. The Authority will publish the NESO Performance Arrangements Governance Document on the Authority's Website.
- G2.9. The NESO Performance Arrangements Governance Document will include provisions about or impose requirements in relation to:
- (a) reports the licensee must publish on its website to demonstrate its performance in carrying out the ISOP Business;
  - (b) the process and procedures that will be in place for any assessment of the performance of the licensee by the Authority;
  - (c) the requirements the licensee must fulfil as part of any such assessment process;

- (d) how any such assessment of the performance of the licensee will be published by the Authority;
- (e) requirements in relation to licensee gathering feedback from its stakeholders; and
- (f) any other matters relating to the regulation, governance, or administration of the licensee's regulatory performance incentives.

G2.10. Before issuing a new or amended NESO Performance Arrangements Governance Document, the Authority will publish on the Authority's Website:

- (a) the text of the proposed or amended NESO Performance Arrangements Governance Document;
- (b) the date on which the Authority intends the NESO Performance Arrangements Governance Document or amended NESO Performance Arrangements Governance Document to come into effect; and
- (c) a period during which representations may be made on the content of the NESO Performance Arrangements Governance Document, which will not be less than 28 days.

G2.11. The steps required to issue or amend the NESO Performance Arrangements Governance Document may be satisfied by action taken before, as well as by action taken after, this condition comes into effect.

## **Condition G3 Regulatory Instructions and Guidance (RIGs)**

### **Introduction**

G3.1. The purpose of this condition is to set out the scope, contents, and governance arrangements for the Regulatory Instructions and Guidance (RIGs).

### **Part A: The RIGs**

G3.2. The Authority will issue and amend the RIGs by direction.

G3.3. The Authority will maintain a current version of the RIGs on the Authority's Website.

G3.4. Subject to paragraphs G3.5 and G3.6, the RIGs will make provision for:

- (a) instructions and guidance on the establishment of systems, processes, procedures, and ways for recording and providing Specified Information;
- (b) instructions and guidance on the standards of accuracy and reliability that are applicable to the recording of Specified Information (including different classes of such information);
- (c) a timetable for the development of such systems, processes, and procedures as are required to achieve such standards;
- (d) the methodology for calculating or deriving numbers comprising Specified Information;
- (e) provision with respect to the meaning of words and phrases used in defining Specified Information;
- (f) requirements as to the form and manner in which, or the frequency with which, Specified Information must be recorded;
- (g) requirements as to the form and manner in which, or the frequency with which, Specified Information must be provided to the Authority;
- (h) requirements as to which (if any) of the Specified Information is to be subject to audit, the terms on which an auditor is to be appointed by the licensee for that purpose, and the nature of the audit to be carried out by that person;
- (i) requirements as to the circumstances in which the Authority may appoint an Examiner to examine the recording of the Specified Information by the licensee;
- (j) a statement on whether and to what extent each category of the Specified Information is required for the purposes of the RIGs;
- (k) provision about how the Authority intends to monitor, assess, and enforce compliance with the RIGs: and
- (l) instructions and guidance on the standards of accuracy and reliability that are applicable to the commentary that supports the information provided by licensees under the RIGs (to enable the Authority to assess efficiency and delivery of value to consumers).

- G3.5. The provisions of the RIGs will not exceed what is reasonably required to achieve the purposes of this condition, having regard to the materiality of the costs likely to be incurred by the licensee in complying with those provisions.
- G3.6. No Specified Information will exceed what could be requested from the licensee by the Authority under paragraph D3.2 of condition D3 (Provision of information to the Authority) excluding any reference to paragraph D3.3 of that condition.
- G3.7. Before issuing new RIGs or amending the RIGs the Authority will publish on the Authority's Website:
- (a) the proposed text of the new or amended RIGs;
  - (b) the date on which the Authority intends the new or amended RIGs to come into effect;
  - (c) the reasons for the new or amended RIGs; and
  - (d) a period during which representations may be made on the new or amended RIGs which will not be less than 28 days.
- G3.8. The requirements of paragraph G3.7 of this condition may be satisfied by action taken by the Authority before, as well as by action taken after this licence condition comes into effect.

**Part B: Compliance with the provisions of the RIGs**

- G3.9. The licensee must comply with the RIGs.
- G3.10. The licensee must at all times have in place, comply with, and maintain appropriate systems, processes, and procedures to enable it to:
- (a) estimate, measure, and record Specified Information; and
  - (b) provide Specified Information to the Authority in accordance with the RIGs.
- G3.11. The accounting records and other records kept by the licensee with respect to the Specified Information must be:
- (a) separately identified and reasonably attributed as between the ISOP Business and the business of any ISOP Affiliate or ISOP Related Undertaking; and
  - (b) maintained for a period of eight years, or such shorter period as set out in the RIGs, from the date that they are made.
- G3.12. The licensee must take all reasonable steps to validate and check that the Specified Information is complete, reliable and meets the standards prescribed by the RIGs.
- G3.13. The licensee must, on or before each submission date, write to the Authority to confirm that, in its opinion, the Specified Information in respect of each Regulatory Year meets the standards prescribed by the RIGs.

G3.14. This condition does not require the licensee to produce any documents or give any information which it could not be compelled to produce or give in evidence in civil proceedings before a court.

**Part C: Requirements for new or more detailed information**

G3.15. The licensee may provide estimates to the Authority in respect of the relevant category of Specified Information for any Regulatory Year specified by the Authority if any new or amended RIGs have the effect of introducing a requirement to provide:

- (a) a new category of Specified Information; or
- (b) an existing category of Specified Information to a greater level of detail, which has not previously been collected by the licensee, whether under the provisions of the RIGs or otherwise.

G3.16. The estimates that are mentioned in paragraph G3.15 of this condition may be derived from such other information available to the licensee as may be appropriate for that purpose.

**Part D: Derogations**

G3.17. The licensee may apply to the Authority for a derogation relieving the licensee of its obligations under this condition to such extent, for such period of time, and subject to such conditions as may be specified by the Authority by direction after consulting the licensee.