

## **Appendix F to the TCID - Rules of Internal Order (RIO)**

### **I. General**

These Rules of Internal Order (the "**RIO**") set forth the decision-making process rules of the TSO SC and the HLM as referred to in Article 4 of the Agreement.

All capitalised terms not expressly defined herein shall have the meanings attributed to them in Appendix A (Definitions).

### **II. RIO for TSO SC**

#### **1. Composition of the TSO SC**

##### **1.1. Representatives**

Each Party is entitled to nominate one or several representatives to the TSO SC, but will, regardless of the number of the nominated representatives, always have one (1) vote. The representative(s) of each Party in the TSO SC is/are designated in writing. The list of such representatives, including their contact details, are held by the TSO SC Secretary. A Party may change its nominated representative(s) in the TSO SC by providing the new contact details to the TSO SC Secretary.

Only representatives from Voting Members are entitled to vote in the TSO SC in accordance with Article 4.4.1 of the Agreement, it being understood that all representatives are entitled to participate in the discussions.

Each Party is, with respect to each meeting of the TSO SC, duly represented either:

- by the nominated representative(s) (as designated by it in the conditions described above); or
- if a nominated representative cannot attend a meeting of the TSO SC, by any other person duly mandated and empowered to take decisions binding upon its company on all items of the agenda for the meeting of the TSO SC.

If a Party is unable to attend a TSO SC meeting either by its nominated representative or by any other mandated person of this Party, such Party may mandate the TSO SC representative of another Party to represent it.

In case of replacement, the concerned Party informs the TSO SC Secretary in writing before the TSO SC meeting that it cannot attend, with indication of the

name of the person representing the Party on its behalf. In case of replacement by another Party, the concerned Party provides the TSO SC Secretary with the power of attorney given to the other Party.

One representative may represent more than one Party, provided it is duly mandated to do so.

### **1.2. Chair**

The meetings of the TSO SC shall be chaired by one (1) representative elected by the Parties. The chairship of the meetings of the TSO SC shall, unless otherwise agreed amongst the Parties, be rotating on a yearly basis.

The chair may, in exceptional circumstances which prevent him/her to exercise his/her functions at a meeting of the TSO SC, delegate such task to another representative of the Parties.

The chair shall not have voting rights and shall not be considered representative.

### **1.3. TSO SC Secretary**

The TSO SC Secretary role is performed either by one (1) Party on rotating basis or by a third party appointed by the Parties.

The TSO SC Secretary has no voting rights and can never (including in extraordinary circumstances) be mandated to vote for any Party.

The TSO SC Secretary assists the TSO SC, amongst others by:

- Drafting the agenda, preparing session files and notices of the TSO SC meetings and distributing them on behalf of the chair;
- Preparing the attendance list of the TSO SC meetings;
- Verifying before each TSO SC meeting that the representatives attending the TSO SC meetings have been either listed on the list of nominated representatives or has been notified as replacement. In the event of representation by another Party, the TSO SC Secretary collects the power of attorney given by the Party not attending;
- Prepare the minutes of the TSO SC meeting;
- Ensuring the drafting and circulation of the minutes of the TSO SC meeting; and

- Keep record in a common (online) storage place of the minutes and supporting documents of the TSO SC meeting or coordinate with the person responsible for record keeping in accordance with Article 17.2 of the Agreement.

The costs of the TSO SC Chair and Secretary are SIDC TSOs-Only Common Costs and shall be shared as set forth in Article 7 of the Agreement.

**2. TSO SC meetings**

[REDACTED]

[REDACTED]

The meeting costs (hosting, organisation, etc.) are SIDC TSOs-Only Common Costs and shall be shared as set forth in the Agreement, it being understood that all costs of each Party's representative are borne by the Party(ies) he/she is representing.

The TSO SC may meet either physically or by remote meeting devices (such as e.g. conference call, video call, written procedure, etc.) and the TSO SC Secretary organising the TSO SC meeting shall foresee the technical equipment that would allow remote access.

### **3. Decision-making rules within the TSO SC**

#### **3.1. Quorum and decision making**

The TSO SC shall be quorate [REDACTED]

Article 4.4.1 of the Agreement applies for the voting.

[REDACTED]

[REDACTED]

**4. Recording of TSO SC decisions**

**4.1. Normal procedure**

The decision(s) of the TSO SC are recorded by the TSO SC Secretary in written minutes.

The draft minutes (including decisions) are circulated by the TSO SC Secretary to the members of the TSO SC, within a maximum of three (3) Working Days of the meeting concerned.

Members of the TSO SC may comment on the draft minutes within ten (10) Working Days after sending of the decisions in accordance with these RIO (it being understood that the decisions themselves cannot be challenged and are binding as of the meeting during which they are taken, except in the case specified in Article II.3.3). Unless agreed otherwise at the TSO SC meeting, the minutes are approved at the next TSO SC meeting.

The comments on the draft minutes received are discussed at the next available TSO SC meeting.

The final minutes shall be circulated by the TSO SC Secretary to all Parties, by two (2) Working Days of their approval.

The final minutes shall be stored in the common (online) storage place as set forth in Article 17.2 of the Agreement.

### **III. RIO for TSO HLM**

The rules of internal order for the TSO SC under Article II apply where relevant *mutatis mutandis* for the TSO HLM.