

# Ofgem RIIO-3 and ED3 Committee terms of reference

December 2025

## 1. Purpose of the committee

- 1.1 The Committee of the Authority (CoA) offers guidance and steer to the RIIO-3 and ED3 programmes on matters put forward to it and advises GEMA before it makes decisions.
- 1.2 The role of the CoA is advisory only.
- 1.3 It provides members with a greater level of engagement with the RIIO-3 and ED3 programmes, to develop a detailed understanding of matters relating to network price controls and of the factors at play in critical decisions to programme delivery.
- 1.4 The CoA engages with the RIIO-3 and ED3 matters and decisions in line with the categorisation of decisions and scheme of delegation described in **section 2** of this document.

## 2. Categories of decisions and scheme of delegation

- 2.1 There are three categories of price control decisions:

Type of decision	Description
<b>Level 1 strategy decisions</b>	Any decisions regarding the strategy, design and overall approach to control or limit the charges, incentives or revenues of a licensee
<b>Level 2 significant impact decisions</b>	Any decisions that can have a significant impact on network charges paid by consumers through Draft and Final Determinations, or that carry a significant reputational or legal risk to Ofgem; or any final policy decisions informing proposals to modify significantly any licence conditions that control or limit the charges, incentives or revenues of a licensee
<b>Level 3 methodology decisions</b>	Any decisions on the methodology for implementing Level 1 and 2 decisions across Draft and Final Determinations and the licence or decisions that have a low materiality impact on network revenues

- 2.2 In line with the agreed Scheme of Delegation, all Level 1 and Level 2 decisions are reserved to GEMA.
- 2.3 The CoA is responsible for:
  - 2.3.1 Guidance on all Level 1 decisions prior to submission for GEMA.
  - 2.3.2 Guidance and direction on Level 2 decisions as prioritised by the CoA Chair prior to GEMA decision.
  - 2.3.3 Guidance and direction on delegated Level 3 decisions as escalated by the RIIO-3/ED3 SRO or where requested by the CoA Chair.

### 3. Membership

- 3.1 The CoA is made up of GEMA and executive members. The CoA Chair will be a non-executive member.
- 3.2 Other attendees may be invited to CoA meetings as agreed by the CoA Chair or as required by the committee on an ad-hoc basis.

### 4. Meetings and procedures

- 4.1 The CoA will meet according to the requirements of the RIIO-3 and ED3 stage in the programme lifecycle. It is expected to meet on a monthly basis (or as otherwise agreed by the CoA), starting in February 2025. A review of the frequency of CoA meetings will be conducted at the end of the RIIO-3 price review (or as otherwise instructed by the Chair).
- 4.2 A quorum is set at three members (including the Chair and one other non-executive member of GEMA).
- 4.3 The RIIO-3 and ED3 PMO and/or Ofgem's Governance and Secretariat team will provide Secretariat functions to the CoA.
- 4.4 Papers and the agenda for meetings should be circulated at least three clear business days prior to the date of the meeting for members to read and consider.
- 4.5 Meetings will be held in person with the option to attend online.
- 4.6 The CoA might – with written consent from the Chair – consider some matters by correspondence in addition to the planned meetings. However, this approach will be invoked in exceptional circumstances only.

### 5. Reporting

- 5.1 The CoA Chair will send GEMA a monthly report with a high-level assessment of the outcomes of each meeting. Minutes from the meetings will be available to GEMA members.

5.2 Minutes will be approved at the following CoA meeting.

## 6. Amendments to this document

6.1 These terms of reference will be reviewed at least once a year.

6.2 Any material amendments to the terms of reference must be approved by GEMA in accordance with GEMA's Rules of Procedure.