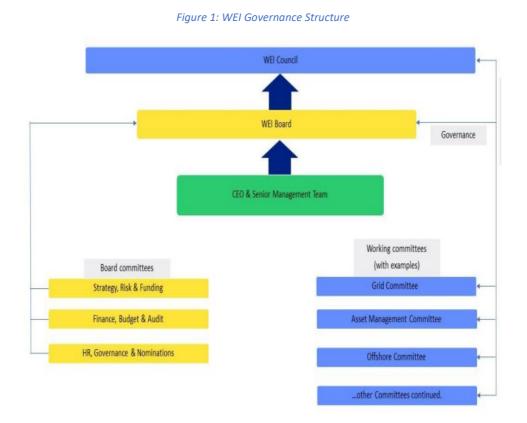


1 Introduction

Wind Energy Ireland (WEI) committees are established to lead development in specific policy areas. Our committees form part of the governance structure of the organisation (see Figure 1). Committees are created and dissolved by the WEI Board and are likely to change as the requirements from membership change. WEI's current committees are Asset Management, Community Engagement, Floating Wind, Green Hydrogen, Health & Safety, Markets, Net-Zero, Offshore, Offshore Consenting, Grid, Offshore Grid and Planning.



2 Committee Objectives

A core responsibility for each committee is to deliver on the strategic objectives of the organisation, as approved by council. These are set out in the <u>Wind Energy Ireland Strategy 2022-2025</u>, in particular the 15 objectives highlighted under Goal 1: We will build a zero-carbon energy system. Each strategic policy objective has been delegated to a relevant committee(s).

At the beginning of the calendar year, the committee will meet to decide on its priorities and objectives for the year in line with the relevant WEI strategic responsibilities. The progress of actions assigned to each committee under the strategic objectives will be discussed at meetings under discussion topics which can be raised by working group chairs or committee members.



3 Access to External Advice

The committee may obtain necessary external professional advice to enable it to carry out its responsibilities more effectively, subject to budgetary approval from the board.

4 Committee Membership

Committee membership is centrally coordinated. Each WEI member company may put forward a suitably experienced company representative to join a committee. Access to multiple committees varies depending on level of WEI membership.

- Associate members can place 1 representative on up to 2 WEI committees.
- Corporate members can place 1 representative on up to 6 WEI committees.
- Sustaining members can place 2 representatives on any WEI committee. In the case where 2 representatives are on the committee from the same company, their committee participation is independent of one another, and both are expected to attend meetings.

In the event where a WG chair cannot be found within the committee membership, the WG chair can be sought from outside of the committee, but they must join the committee in order to fulfil their WG chair duties. If the WG chair's company has already filled their committee seat/s with other representatives, then the WG chair is permitted to join only for the duration of their role as WG chair.

Committee members must ensure that they have read and understand the <u>WEI Competition</u> <u>Compliance Policy</u> and the Committee Terms of Reference.

The committee will meet at least four times per annum, primarily online using Microsoft Teams. Each committee will agree a meeting schedule and meet monthly, bi-monthly or quarterly, depending on the needs of the committee.

An agenda of each meeting will be agreed between WEI and the committee chair and circulated by WEI to committee members at least three working days in advance. Minutes of each meeting will be recorded and circulated within two weeks after each meeting. Comments in the minutes will be anonymised and not attributed to any individual or company.

If a committee member is unable to attend, they should decline the meeting invitation. The committee member can also forward the meeting invitation to a colleague to attend on their behalf, though only the officially listed WEI committee members shall be entitled to vote at meetings. WEI staff may attend committee meetings as required but are not entitled to vote. Committee and working group chairs should notify the WEI committee lead if they are unable to attend a meeting.

Committee members are expected to be active participants and attend meetings regularly. If a member of the committee misses three or more consecutive committee meetings, they may be contacted by WEI staff to seek whether they wish to continue as a member of the committee or nominate a replacement to take their place. If no response is received or if non-attendance continues by the committee member, the committee chair will be notified and reserves the right to remove the member from the committee.



If at any time a committee member is unable to continue as a committee member, in order to ensure the continuation of the member company's involvement in committee activities, the committee member should notify the WEI committee lead and nominate a replacement to take their place or step down from the committee.

5 Working Groups

Each committee will establish working groups as the need arises. These are temporary or long-term subgroups designed to work on a specific task or policy area on an ad-hoc basis as determined by the committee. The committee remains the oversight body for its working groups and working groups should seek approval from the committee before finalising or publishing key outputs. In a situation where the working group cannot come to agreement on a matter, it can be brought to the committee for decision. Working groups will meet on an ad-hoc basis so time commitment from members will vary. The committee can close a working group or deprioritise it to watching brief status as needed.

Membership of a working group gives members the opportunity to participate in discussions and drafts to shape industry policy positions at the early stage before it goes to the parent committee for final input, and to keep up to date on the latest updates in the policy area. Knowledge exchange and learning opportunities are another key benefit of working group membership.

Committee members are expected to join and participate in at least one working group under their committee. Committee members can also nominate colleagues with relevant expertise to join working groups on behalf of their member company. Members of a working group do not need to be a member of the parent committee but are encouraged to communicate with their company representatives on the committee to ensure alignment of positions.

Due to the nature of a working group, members of working groups should be active participants, attending meetings, contributing to work and discussions, and engaging with any relevant tasks in a fair and balanced way with other members as much as capacity allows. Membership of a working group is not to be treated as signing up to a mailing list. Members may be removed by the working group chair if they are deemed to be inactive. The committee will review the working groups at the annual kick off meetings.

Each working group is led by a WEI staff member who is also responsible for managing the membership of the group and coordinating the group's activities. Each working group will also have a chair appointed from the WEI membership. The working group chair should be a member of the main/parent committee in order to report on the working group activity and progress at each committee meeting. Working group chairs can raise key items for discussion at the committee level by contacting the WEI lead and committee chair in advance of the meeting.

Working group chairs will be responsible for leading and maintaining order of their working groups' meetings, managing timing, and supporting the WEI lead with coordinating meetings and activities.



6 Committee Authority

The authority of the committee is limited to the alignment of its work with WEI's Strategic Plan and to any other powers assigned to it by the board. The committee has received authority from the board to carry out the 'Responsibilities' list in this Terms of Reference, on behalf of WEI, and in line with WEI's latest Strategic Plan. In a situation where the committee cannot come to agreement on a policy decision, the matter can be brought to the WEI Council for decision.

The committee is managed by a chair who is appointed by the board for a term of three years. The committee chair position is open to all committee members and committee members will be asked to cast anonymous votes in cases where more than one candidate is put forward. At the end of the three-year term the position will be opened up to the committee for nominations for a new chair, and the previous chair can also opt to put themselves forward for another term. If agreed by the committee and the board, the chair may be reappointed for another three-year term.

The chair will be responsible for leading and maintaining order of the meeting, managing the timing, approving the agenda and minutes, and engaging with the WEI Committee Task Force¹. The chair may also be called upon to attend relevant stakeholder meetings as needed.

A vice chair will be appointed from the committee to support the chair and to step in to lead meetings when the chair is unavailable. In the event the chair steps down before their term has completed, the vice chair will act as interim chair. If agreed by the committee, the vice chair will then be appointed as chair by the board.

7 Reporting

The committee will update the board and council on its work regularly through the Policy Brief that is prepared by WEI staff for Board and Council ahead of meetings. In addition, through the committee chairs, items can be added to board and council agendas, or added as a standing agenda item.

8 Deliverables

The committee is responsible for delivering:

- Minutes for each committee meeting.
- An annual report to the board on its work and findings.
- An annual self-assessment of the committee at the beginning of the calendar year with follow-on action plan, including objectives and associated working groups for the year.
- Terms of Reference for annual board review/approval to coincide with anniversary date.

¹ The Committee Taskforce is a quarterly meeting of all committee chairs and vice chairs.



9 Evaluation of Committee Performance

The committee will conduct an annual self-assessment at the beginning of the calendar year on its objectives and priorities for the year on its performance and prepare an action list, as necessary, together with a timeline for delivery of these actions and submit this action plan to the board.

10 ToR Review Date and Board Approval

This Terms of Reference was last updated in June 2024 and approved by the board in July 2024.

11 Next ToR Review Date

The next review of this ToR document is due in June 2025.