NERC
NORTH AMERICAN ELECTRIC
RELIABILITY CORPORATION

Board Focus

- How can we enhance engagement with stakeholders?

- How can we capture efficiency without sacrificing effectiveness?

- Where can we build agility in governance approach?

Action Dimensions

1. Better leverage committees and allow Board time for informal engagement

2. Optimize meeting frequency and technology

3. Focus agendas on governance actions

4. Continuously assess priority areas

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- Committee work done primarily by the assigned committee members (as opposed to Committees of the whole)

- Recommit to open meetings as the norm; items discussed in closed session by exception (where confidentiality concerns are primary)

- Rethink Board and Committee evaluation processes (while maintaining MRC input)

- Revise Committee expectations to remove duplication, create less repetition, and foster more agile decision making

- Three Major Meetings
  - **February:** In person in a western or southern location focused on annual meeting requirements (elections/departures, chair rotations, etc.) with a hosted stakeholder dinner to enhance informal engagement, acknowledgement, and celebration
  - **May:** Board/MRC in person in new Washington, D.C. office (with reception) and virtual/hybrid participation for other stakeholders
  - **August:** In person in Canada
- November meeting replaced with streamlined virtual meeting for necessary Board governance actions only (early December)
- In-person meetings will have more significant breaks and receptions will be longer to allow for more enhanced and informal engagement opportunities

- Build Board and MRC agendas around governance decisions and committee and forum reports

- Move awareness items (e.g., BPSA updates, Reliability Assessment previews, other topical discussions) to a separate open technical session with Board and MRC invited

- Take steps to improve agility in decision making
  - Use unanimous consents more regularly for routine between meeting approval items
  - Delegate more approvals to CEO where appropriate (e.g., Reliability Assessments)

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- Board will hold an annual closed strategic planning session with Executive team to review and understand issues facing the industry and ERO Enterprise

- Board Chair and CEO will expand outreach to trade associations to calibrate priorities with sector leadership views

- Board will continue to work with Executive team and stakeholders to identify process modifications needed to improve agility to address rapidly emerging risks

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- More effective engagement with stakeholder community

- More efficient, effective and agile governance processes

- More effective use of Board and stakeholder time

Discussion

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