

Minutes Board of Trustees

February 15, 2024 | 8:30 – 11:30 a.m. Central

The Houstonian Hotel Houston
111 North Post Oak Lane
Houston, TX 77024

Call to Order

Mr. Kenneth W. DeFontes, Jr., Chair, called to order the duly noticed open meeting of the Board of Trustees (the Board) of the North American Electric Reliability Corporation (NERC or the Corporation) on February 15, 2024, at 8:30 a.m. Central, and a quorum was declared present.

Present at the meeting were:

Board Members

Kenneth W. DeFontes, Jr., Chair
George S. Hawkins, Vice Chair
Jane Allen
Robert G. Clarke
Larry Irving
Suzanne Keenan
Susan Kelly
Robin E. Manning
Jim Piro
James B. Robb, President and Chief Executive Officer
Kristine Schmidt
Colleen Sidford

NERC Staff

Tina Buzzard, Assistant Corporate Secretary
Manny Cancel, Senior Vice President and Chief Executive Officer of the E-ISAC
Candice Castaneda, Senior Counsel
Howard Gugel, Vice President, Compliance Assurance and Registration
Kelly Hanson, Senior Vice President and Chief Administrative Officer
Soo Jin Kim, Vice President, Engineering and Standards
Mark G. Lauby, Senior Vice President and Chief Engineer
Lauren Perotti, Assistant General Counsel
Sônia Rocha, Senior Vice President, General Counsel, and Corporate Secretary
Janet Sena, Senior Vice President, External Affairs
Andy Sharp, Vice President and Chief Financial Officer

NERC Antitrust Compliance Guidelines

Ms. Buzzard directed the participants’ attention to the NERC Antitrust Compliance Guidelines included in the advance agenda package and indicated that all questions regarding antitrust compliance or related matters should be directed to Ms. Rocha.

Introduction and Chair’s Remarks

Mr. DeFontes welcomed the attendees to the meeting. He reported that Janet Sena, NERC Senior Vice President of External Affairs, would soon be retiring from NERC. Upon motion duly made and seconded, the Board approved the following resolution in her honor:

WHEREAS, Janet Sena, Senior Vice President, External Affairs, of the North American Electric Reliability Corporation has led the company’s external affairs department since 2010;

WHEREAS, Ms. Sena transformed NERC’s External Affairs department to greatly enhance strategic engagement with policymakers, regulators, industry stakeholders, the media, and other external audiences;

WHEREAS, Ms. Sena’s leadership was integral to effectively communicating critical reliability and security issues, thereby reducing reliability risk and significantly advancing NERC’s effectiveness and stature in furtherance of its mission;

WHEREAS, Ms. Sena’s extensive prior experience at the highest levels of government and industry were invaluable to her provision of strategic counsel across the company; and

WHEREAS, Ms. Sena’s broad contributions to NERC made her a valued colleague and friend to NERC’s Board of Trustees and management;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of the North American Electric Reliability Corporation does hereby convey its deepest gratitude to Janet Sena for her years of commitment and exemplary service, and honors her on the occasion of her retirement as Senior Vice President, External Affairs.

Consent Agenda

Upon motion duly made and seconded, the Board approved the consent agenda as follows:

Minutes

The draft minutes for the December 12, 2023 meeting were approved as presented to the Board at this meeting.

Committee Membership

Reliability and Security Technical Committee Membership and Charter Amendments

RESOLVED, that the Board hereby appoints the following individuals to the Reliability and Security Technical Committee (“RSTC”) as follows:

Sector Elected Members	
1. Investor-owned utility	Vinit Gupta (ITC) 2024-2026
2. State/municipal utility	David Grubbs (Garland) 2024-2026
3. Cooperative utility	Nathan Brown (GSOC) 2024-2026
4. Federal or provincial utility/Federal Power Marketing Administration	Robert Reinmuller (Hydro One) – 2024-2026

5. Transmission dependent utility	John Lemire, NCEMC – 2024-2026
6. Merchant electricity generator	Brett Kruse (Calpine) 2024-2026
7. Electricity Marketer	Jodirah Green (ACES Power) – 2024-2026
8. Large end-use electricity customer	Seat converted to At-large – 2024-2026
9. Small end-use electricity customer	Seat Converted to At-large – 2024-2026
10. Independent system operator/ regional transmission organization	Ahmed Maria (IESO) – 2024-2026
12. State Government	Seat converted to At-large – 2024-2026
At-large Members	
Venona Greaff	Oxy – 2024-2026 (converted Sector 8)
Wayne Guttormson	SaskPower – 2024-2026 (converted Sector 9)
Dede Subakti	California ISO – 2024-2026 (converted Sector 12)
David Mulcahy	Illuminate Power Analytics, LLC – 2024-2026
Stephen George	ISO New England– 2024-2026
Monica Jain	SCE – 2024-2026
Truong Le	ERCOT - 2024-2026
Ryan Quint	Elevate Energy Consulting – 2024-2026

Non-voting Members	
United States Federal Government (2)	David Ortiz, FERC – 2024-2026
Provincial Government (1)	Catherine Ethier, Ontario Energy Board – 2024-2026

BE IT FURTHER RESOLVED, that the Board, upon recommendation of the CGHRC, hereby approves the revised Reliability and Security Technical Committee (“RSTC”) Charter, substantially in the form presented to the Board at the meeting, to replace the charter approved by the Board on November 4, 2021.

Reliability Issues Steering Committee Membership

RESOLVED, that the Board hereby appoints the following individuals to the Reliability Issues Steering Committee (“RISC”) as follows:

Member Type/Term	Name/Organization
Proposed Chair Term expiring January 31, 2026	Teresa Mogensen ATC
At-Large Member Term expiring January 31, 2025	Bill Zuretti EPSA
At-Large Member Term expiring January 31, 2026	Woody Rickerson ERCOT
At-Large Member Term expiring January 31, 2026	Jennifer Sterling Exelon
At-Large Member Term expiring January 31, 2026	Sean Gallagher SEIA
At-Large Member Term expiring January 31, 2026	Dennis McDermitt National Grid

At-Large Member Term expiring January 31, 2026	Jim Jones Great River Energy
At-Large Member Term expiring January 31, 2026	Walter Alvarado Consolidated Edison
At-Large Member Term expiring January 31, 2026	Mark Ahlstrom Nextera Analytics
At-Large Member Term expiring January 31, 2026	David Heitzer BP Energy Retail
At-Large Member Term expiring January 31, 2025	Brian Slocum, Past Chair ITC Holdings
At-Large Member Term expiring January 31, 2026	Morenike Miles Dominion
MRC Member Term expiring January 31, 2026	Jennifer Flandermeyer Nextera
MRC Member Term expiring January 31, 2026	Matthew Fischesser ACES
MRC Member Term expiring January 31, 2026	Darryl Maxwell Manitoba Hydro
MRC Member Term expiring January 31, 2026	Edison Elizeh BPA
Compliance & Certification Committee Term expiring January 31, 2025	Silvia Parada-Mitchell NextEra Energy
Reliability and Security Technical Committee Term expiring January 31, 2025	John Stephens City Utilities of Springfield
Standards Committee Term expiring January 31, 2025	Todd Bennett Associated Electric Cooperative, Inc

Standards Committee Charter Amendments

RESOLVED, that the Board, upon recommendation of the Corporate Governance and Human Resources Committee, hereby approves the revised Standards Committee Charter, substantially in the form presented to the Board at the meeting, to replace the charter approved by the Board on February 10, 2022.

Compliance and Certification Committee Membership

RESOLVED, that the Board hereby appoints individuals to the Compliance and Certification Committee as follows:

Member Type/Term	Name/Organization
Sector 2 Term expiring December 31, 2024	Mike Bowman City Utilities of Springfield, MO
Sector 6 Term expiring December 31, 2024	Hernando Zorillo Acciona Energia

At-Large Term expiring December 31, 2026	Ruchi Shah AES Clean Energy
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Governance Documents Amendments

System Operator Certification Program Manual and System Operator Certification Program Manual Mapping Document

RESOLVED, that the Board hereby approves the revised System Operator Certification Manual, substantially in the form presented to the Board at this meeting, to replace the System Operator Certification Manual approved by the Board on February 10, 2022.

CCCPP-012, Monitoring CCC Participation in NERC’s Audits of CMEP Programs

RESOLVED, that the Board hereby approves the revised CCC procedure document CCCPP-012-3, CCC Participation in NERC’s Audits of CMEP Programs, substantially in the form presented to the Board at this meeting.

Regular Agenda

Remarks by Thad Hill, President and CEO, Calpine Corporation

Mr. Robb introduced Mr. Hill, President and CEO, Calpine Corporation. Mr. Hill remarked on the challenges with winterization in Texas and reported that the main challenges experienced during the February 2021 winter storm Uri have since been addressed. He noted that NERC’s response to the reliability issues experienced during this event was holistic and realistic. Mr. Hill also remarked on experiences with deploying battery storage resources in Texas and carbon capture.

Remarks by Pat Wood III, CEO, Hunt Energy

Mr. Robb introduced Mr. Wood, CEO, Hunt Energy. Mr. Wood noted the challenges of ensuring reliable operations during winter in Texas and the importance of efforts to ensure reliability going forward. He reported on Texas state legislative developments, NERC efforts, and activities by the North American Energy Standards Board (NAESB) to address the factors contributing to past winter storm reliability events. Mr. Wood remarked on the composition of the resource mix in Texas and the role the markets play. He also remarked on other trends, including digitalization, democratization, and decentralization. Mr. Wood remarked on the need to think strategically about grid reliability issues.

Remarks by Patricia Hoffman, Principal Deputy Assistant Secretary, Office of Electricity, DOE

Mr. DeFontes introduced Ms. Hoffman of the Department of Energy. Ms. Hoffman congratulated Ms. Sena on her retirement and remarked on the 25th anniversary of the E-ISAC. In her remarks on DOE activities, Ms. Hoffman highlighted the DOE’s program for investing in transmission, engagement with the states on resiliency matters, and efforts to leverage the work of the DOE national laboratories in scenario modeling to drive transmission investments. Ms. Hoffman also discussed DOE efforts to drive the deployment of new technologies to improve the system.

Remarks by Derek Olmstead, President and CEO Alberta MSA, CAMPUT Representative

Mr. DeFontes introduced Mr. Olmstead, CAMPUT Representative to NERC. Mr. Olmstead remarked on the differences among the U.S. and the Canadian provinces regarding reliability regulation. He reported on recent engagement activities among NERC and the Canadian regulators, stating that the briefings on security and reliability

issues have been very helpful. Mr. Olmstead also remarked on ways NERC has been responsive to the concerns of Canadian regulators, such as by including Canada in the forthcoming interregional transfer capability study.

President's Report

Mr. Robb provided the president's report. He congratulated Chairman Willie Phillips of the Federal Energy Regulatory Commission upon his recent appointment as chair of the Commission. Mr. Robb reported that NERC will soon post a 2023 year in review video, and he encouraged NERC's stakeholders to visit the nerc.com website to view the video. Mr. Robb also remarked on the 25th anniversary of the E-ISAC and the strides that have been made to advance information sharing among entities and regulators.

Mr. Robb reported on several matters of importance to NERC. First, he reported that NERC has decided to close its Atlanta office in light of changing office needs post-pandemic, and NERC will rely on the D.C. Collaboration Hub and flexible work spaces for its collaboration needs going forward. Second, Mr. Robb reported that NERC, Regional Entity, and Commission staff will conduct a joint assessment of grid performance during the cold conditions experienced during January 2024, with results to be presented in the June timeframe. Third, Mr. Robb reported on personnel matters, including Ms. Sena's forthcoming retirement, the appointment of Matt Duncan and Bluma Sussman to vice president roles within the E-ISAC, and the appointment of Fritz Hirst as the vice president, governmental affairs.

Mr. Robb then introduced Mr. Jim Albright, President and CEO of Texas RE and co-chair of the ERO Executive Group. Mr. Albright remarked on the different resource mixes among the regions and the need for ongoing engagement with state policymakers. He remarked on efforts by the Regional Entities to ensure the seamless integration of the new inverter-based resource generating entities that will be brought into the NERC compliance registry under planned changes to the NERC Rules of Procedure. Mr. Albright also noted the Regional Entities' continued focus on cold weather reliability.

Report on the February 13 and February 15, 2024 Closed Meetings

Mr. DeFontes reported that on February 13, 2024 and February 15, 2024 (as is its custom), the Board met in closed session with NERC management to review NERC management activities. On February 13, the Board discussed the 2024 ERO communications plan and strategy and Board governance matters. On February 15, the Board discussed matters for this meeting. The Board adjourned into executive sessions with the General Counsel and the CEO, and with the General Counsel separately, to discuss confidential matters. The Board also adjourned into executive session to discuss confidential matters.

Election and Appointment of Board Chair and Vice Chair, Board of Trustees Committee Assignments and NERC Officers

Mr. DeFontes presented the recommendations for Board officers and committee assignments, noting that Ms. Keenan will serve as Vice Chair in 2024 and succeed him as Chair in 2025. Mr. Robb presented the proposed slate of NERC officers. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby elects the following officers of the Corporation for 2024:

- Kenneth W. DeFontes, Jr., Chair
- Suzanne Keenan, Vice Chair & Chair Elect
- James B. Robb, President and Chief Executive Officer

FURTHER RESOLVED, that the Board, upon recommendation of the President, hereby appoints the following individuals as officers of the Corporation for 2024:

- Manny Cancel, Senior Vice President and Chief Executive Officer of the E-ISAC
- Kelly Hanson, Senior Vice President and Chief Administrative Officer
- Mark G. Lauby, Senior Vice President and Chief Engineer
- Sonia Rocha, Senior Vice President, General Counsel, and Corporate Secretary
- Andy Sharp, Vice President and Chief Financial Officer

FURTHER RESOLVED, that the Board, upon recommendation of the Chair in consultation with the CGHRC, hereby approves the following 2024 Board Committee Assignments, as presented to the Board at this meeting.

Chair: Kenneth W. DeFontes, Jr.

Vice Chair & Chair Elect: Suzanne Keenan

Immediate Past Chair: N/A

Corporate Governance and Human Resources

Chair: George Hawkins

Robert G. Clarke
Colleen Sidford
Larry Irving
Jane Allen
Suzanne Keenan

Regulatory and Oversight

Chair: Robin E. Manning

Larry Irving
George S. Hawkins
Susan Kelly
Kristine Schmidt

Finance and Audit

Chair: Colleen Sidford

Robert G. Clarke
Kristine Schmidt
Susan Kelly
Jim Piro

Enterprise-wide Risk

Chair: Jim Piro

Robert G. Clarke
Robin E. Manning
Colleen Sidford
Jane Allen

Technology and Security

Chair: Jane Allen

Larry Irving
Suzanne Keenan
Robin E. Manning
Jim Piro
Susan Kelly

Nominating Committee

Chair: Larry Irving

Bob Clarke
Suzanne Keenan
Susan Kelly
Jim Piro
Kristine Schmidt
Robin E. Manning
George S. Hawkins

MRC Members

Jennifer Flandermeyer, MRC Chair
John Haarlow, MRC Vice Chair
Additional MRC Members to be determined

Related Assignments

- **ESCC Observer:** Kenneth W. DeFontes, Jr.
- **MEC Observer:** Jane Allen
- **Standards Committee Observer:** Susan Kelly
- **Reliability and Security Technical Committee Observer:** Susan Kelly
- **International Liaison:** Colleen Sidford
- **Ex Officio all committees:** Kenneth W. DeFontes

Board Committee Reports

Corporate Governance and Human Resources

Ms. Keenan, Committee Chair, reported on recent Committee meetings. At the December 11, 2023 and February 13, 2024 closed meetings, the Committee discussed Board norms and personnel and governance matters. The Committee also reviewed NERC's employee total rewards package, including NERC's significant benefit and retirement plans. The Committee met in executive session with the CEO and the Vice President, People and Culture to discuss HR matters, and without staff to discuss other confidential matters. At the February 14, 2024 open meeting, the Committee addressed several governance matters and received an update on NERC's people and culture initiatives.

Regulatory Oversight

Mr. Manning, Committee Chair, reported on recent Committee meetings. At the February 13, 2024 closed meeting, the Committee reviewed standards priorities and timelines, reviewed proposed changes to the Rules of Procedure regarding registration of inverter-based resources, and received updates on CMEP/Organization Registration and Certification Program (ORCP) oversight and significant CMEP matters. The Committee also discussed the proposed cold weather standard Reliability Standard EOP-012-2 on the Board's open meeting agenda, noting the need for strong oversight as this standard is implemented. The Committee adjourned into executive session to discuss confidential matters. At the February 14, 2024 open meeting, the Committee received updates on standards indicators, the CMEP implementation plan, and the CMEP and ORCP annual report.

Finance and Audit

Ms. Sidford, Committee Chair, reported on recent meetings of the Committee. At the February 13, 2024 closed meeting, the Committee received updates on the investment policy and investment fund performance, a finance software project, assessment matters, the 2023 audits, and the 2024 audit plan and activities. The Committee then adjourned into executive session with internal audit and in executive session with members-only to discuss confidential matters.

Ms. Sidford reported that, at its February 14, 2024 open meeting, the Committee reviewed the 2025 business plan and budget schedule. The Committee also reviewed and recommended for Board acceptance the 2023 year-end unaudited summary of results. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board, upon recommendation of the FAC, hereby accepts the 2023 NERC, Combined ERO Enterprise, and Regional Entity Unaudited Statement of Activities, as presented to the Board at this meeting.

Enterprise-wide Risk

Mr. Piro, Committee Chair, reported on the Committee's closed meeting on February 6, 2024. At its meeting, the Committee received updates from corporate risk management regarding NERC's assurance structure and efforts to ensure the oversight and accuracy of the NERC Compliance Registry. The Committee also received an update from internal audit, an update from Mr. Scott Tomashefsky, Chair of the Compliance and Certification Committee (CCC), on CCC activities, and an update from Mr. Jim Albright, President and CEO of Texas RE, regarding Regional Entity activities. The Committee concluded in executive session to discuss confidential matters.

Technology and Security

Ms. Allen, Committee Chair, reported on the February 14, 2024 open meeting of the Committee. At this meeting, the Committee received updates on the ERO Enterprise Business Technology strategic plan, ERO Enterprise stakeholder engagement, and the threat landscape. The Committee also received an update on efforts to enhance the E-ISAC customer experience and reviewed recommendations from the GridEx VII executive tabletop session.

Nominating

Mr. Clarke, Committee Chair, reported that the Committee's 2023 work completed at the MRC meeting the day prior with the election of George S. Hawkins, Larry Irving, Susan Kelly, and Robin E. Manning to the Board. He noted that Ms. Sidford, Ms. Allen, and Mr. DeFontes will be eligible for reelection in 2024, while Mr. Clarke will retire from the Board. The Committee, with Mr. Irving as Chair, will conduct a search for a new trustee in 2024.

Report by Sue Kelly on Standards Quarterly Activities

Ms. Kelly reported on standards activities and actions taken at recent meetings, including the election of new Standards Committee officers and the development of revisions to the Standards Committee charter to address the recommendations of the Standards Process Stakeholder Engagement Group. She noted efforts to refine the prioritization of standards projects and the need to evaluate standards processes and procedures to keep up with the load. Ms. Kelly thanked the Project 2021-07 Extreme Cold Weather Grid Operations, Preparedness, and Coordination standard drafting team, NERC staff, and the Standards Committee for their work in successfully producing a consensus generator winter preparedness standard, proposed Reliability Standard EOP-012-2, by FERC's deadline.

Report by Rob Manning on RSTC Quarterly Activities

Mr. Manning reported on the recent election of Rich Hydzik as new chair of the RSTC. Actions taken at recent meetings will be discussed in the RSTC quarterly report.

Proposed Revisions to the Rules of Procedure to Address Unregistered IBRs

Mr. DeFontes noted that this item would be advanced in the agenda, and the Board would not be taking action at this meeting to allow for additional discussion on the proposal.

Mr. Gugel presented the proposed revisions to the NERC Rules of Procedure to address the registration of inverter-based resources ("IBRs") falling under the thresholds of NERC's current Bulk Electric System definition, as directed by FERC. He noted the strong degree of stakeholder consensus for the proposed registration thresholds, which would result in nearly 98% of impactful IBRs becoming subject to Reliability Standards. Mr. Gugel directed any questions regarding the public process used to develop the proposals to Ms. Castaneda.

Mr. Gugel then reviewed the different registration approaches considered and the benefits and drawbacks of each, along with standards-related impacts as NERC undertakes the next phases of work. He emphasized that this proposal addresses only the registration process, and further work would need to occur through NERC's standard development process to accomplish the goal of mandatory compliance with Reliability Standards. Mr. Gugel discussed plans for outreach to the new IBR entrants, including aiding existing registered entities and entities that are new to NERC in understanding their obligations.

Mr. DeFontes then led a discussion of staff's proposal among the meeting participants. Ms. Jennifer Sterling of Exelon noted that Edison Electric Institute would prefer a targeted change to the definition of Bulk Electric System over NERC's proposal, but expressed EEI's intent to work with whatever implementation path is decided. Mr. Brian Evans-Mongeon, MRC member representing the Transmission-Dependent Utility sector, noted that he does not support revising the BES definition, but would prefer new and separate registration categories for new IBR entrants with changes made to incorporate the new categories in each applicable standard.

In response to a question from Mr. Srinivas Kappagantula, MRC member representing the Merchant Generator sector, Mr. Gugel clarified that the proposed registration criteria would capture IBR resources having a material impact to the Bulk-Power System, as demonstrated by multiple NERC event reports. Mr. Kappagantula emphasized the need for improved communication with the new IBR entrants that may not be aware of NERC activity. Mr. Jason Marshall, MRC member representing the Cooperative sector, noted that the Cooperative sector does not support revising the Bulk Electric System definition.

Mr. DeFontes concluded the discussion by thanking the participants for their feedback and discussion on the proposal.

Semi-Annual Reports to the Board

Personnel Certification Governance Committee

Mr. Cory Danson, Committee Chair, provided an update on the activities of the Committee. Mr. Danson then presented the proposed 2024 Committee work plan for the Board's approval. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board hereby approves the Personnel Certification Governance Committee 2024 Work Plan, substantially in the form presented to the Board at this meeting.

Standards Committee

Mr. Todd Bennett, Committee Chair, provided an update on the activities of the Committee. He then presented the proposed 2024-2026 Committee strategic work plan for the Board's approval. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board hereby approves the Standards Committee 2024-2026 Strategic Work Plan, substantially in the form presented to the Board at this meeting.

Mr. DeFontes concluded the discussion by thanking the immediate past chair of the Committee, Amy Casuscelli, for her service to the Committee.

Compliance and Certification Committee

Mr. Scott Tomashefsky, Committee Chair, provided an update on the activities of the Committee. Mr. Tomashefsky then presented the proposed 2024 Committee work plan for the Board's approval. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board hereby approves the CCC 2024 Work Plan, substantially in the form presented to the Board at this meeting.

Reliability and Security Technical Committee

Mr. Rich Hydzik, Committee Chair, highlighted the recent work of the Committee. Mr. Hydzik then presented the proposed 2024-2025 Committee strategic plan for the Board's approval. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board hereby approves the RSTC 2024-2025 Strategic Plan, substantially in the form presented to the Board at this meeting.

Reliability Issues Steering Committee

The Committee update was included in the advance agenda materials.

North American Energy Standards Board

Mr. Michael Desselle, Chair of the NAESB Board of Directors, thanked Ms. Sena for her support over the years and expressed his best wishes for her retirement. He provided an update on NAESB activities in areas of mutual interest,

including the development of NAESB standards addressing natural gas-electric coordination and the development of model contracts with the Department of Energy for distributed energy resource aggregations and hydrogen.

North American Transmission Forum

Mr. Ken Keels, NATF, Director – Initiatives provided an update on NATF activities in areas of mutual interest. He highlighted NATF work on transmission planning, inverter-based resources, security, and supply chain issues.

North American Generation Forum

Ms. Venona Greaff, NAGF Secretary, provided an update on NAGF activities, referencing the material included in the advance agenda package. She highlighted collaboration on the new IBR registration and facility ratings.

Standards Quarterly Report and Actions

Project 2022-01 Reporting ACE Definition and Associated Terms

Ms. Kim presented the proposed new, revised, and retired definitions of terms for inclusion in the *Glossary of Terms used in NERC Reliability Standards* developed through Project 2022-01 Reporting ACE Definition and Associated Terms. She noted that the proposals would allow all interconnections to implement automatic time error correction procedures, reduce confusion on the components of Area Control Error used for reporting, and promote clarity and consistency among related terms. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby adopts the proposed modified definitions of terms included in the *Glossary of Terms used in NERC Reliability Standards*: Actual Net Interchange (NIA), Area Control Error (ACE), Automatic Time Error Correction (ATEC), Balancing Authority Area (BAA), Balancing Contingency Event (BCE), Control Performance Standard (CPS), Disturbance, Dynamic Interchange Schedule or Dynamic Schedule, Frequency Bias Setting (FBS), Frequency Error, Implemented Interchange, Inadvertent Interchange, Interchange Meter Error -(IME), Operating Reserve – Spinning, Operating Reserve – Supplemental, Overlap Regulation Service, Pseudo-Tie, Ramp Rate or Ramp, Regulation Service, Reportable Balancing Contingency Event (RBCE), Reporting Area Control Error (Reporting ACE), Reserve Sharing Group (RSG), Reserve Sharing Group Reporting ACE, Scheduled Frequency, Scheduled Net Interchange (NIS), Supplemental Regulation Service, Tie Line Bias (TLB), Time Error (TE), and Time Error Correction (TEC).

RESOLVED, that the Board hereby adopts the proposed new definitions of terms for inclusion in the *Glossary of Terms used in NERC Reliability Standards*: ACE Diversity Interchange (ADI) and Inadvertent Interchange Management (IIM).

RESOLVED, that the Board hereby approves the retirement of the following definitions of terms used in the *Glossary of Terms used in NERC Reliability Standards*: Disturbance Control Standard, Net Interchange Schedule, Net Scheduled Interchange, and Reportable Disturbance.

FURTHER RESOLVED, that the Board hereby approves the associated implementation plan for the above-listed modified, new, and retired definitions of terms used in the *Glossary of Terms used in NERC Reliability Standards*, as presented to the Board at this meeting.

FURTHER RESOLVED, that NERC management is hereby authorized to make the appropriate filings with ERO governmental authorities and take such further actions and make such further filings as are necessary and appropriate to effectuate the intent of the foregoing resolutions.

Project 2021-07 – Extreme Cold Weather Grid Operations, Preparedness, and Coordination

Ms. Kim presented proposed Reliability Standard EOP-012-2 – Extreme Cold Weather Preparedness and Operations. She explained that the proposed standard addresses directives from the Federal Energy Regulatory Commission (“FERC”) in its February 2023 order approving Reliability Standards EOP-012-1 and EOP-011-3 as well as the remaining key recommendations from the FERC, NERC, and Regional Entity joint inquiry examining grid operations during the February 2021 cold weather event affecting Texas and the south central United States. Ms. Kim reported that NERC plans to monitor implementation of the EOP-012 standard carefully to ensure it is providing the intended benefits for reliability. Ms. Kelly underscored NERC’s intent to monitor closely the implementation of the standard. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby adopts the proposed Reliability Standard EOP-012-2, as presented to the Board at this meeting.

FURTHER RESOLVED, that the Board hereby approves the Violation Risk Factors and Violation Severity Levels for the proposed Reliability Standard, as presented to the Board at this meeting.

FURTHER RESOLVED, that the Board hereby approves the associated implementation plan for the above-listed standard, as presented to the Board at this meeting.

FURTHER RESOLVED, that the Board hereby approves the proposed retirement of Reliability Standard EOP-012-1, as presented to the Board at this meeting.

FURTHER RESOLVED, that NERC management is hereby authorized to make the appropriate filings with ERO governmental authorities and take such further actions and make such further filings as are necessary and appropriate to effectuate the intent of the foregoing resolutions.

Other Matters and Reports

Input Letter and Member Representatives Committee Meeting

There was no further discussion from the Member Representatives Committee meeting.

Year-End Review of the Achievements of the 2023 NERC Work Plan Priorities

Ms. Hanson provided a year-end review of the achievements of the 2023 NERC work plan priorities. She highlighted accomplishments in the 2023-2025 strategic areas of focus: energy, security, agility, and sustainability. Ms. Hanson also noted unanticipated work for 2023, including multiple FERC directives and the Congressional mandate to complete an interregional transfer capability study by December 2024.

Other Matters and Adjournment

There being no further business, and upon motion duly made and seconded, the meeting was adjourned.

Submitted by,



Sônia Rocha
Corporate Secretary