

Minutes

Member Representatives Committee

August 15, 2024 | 8:30 a.m. – 10:30 a.m. Pacific

In-Person

Hyatt Regency Vancouver
655 Burrard St.
Vancouver, BC V6C 2R7, Canada

Chair Jennifer Flandermeyer called to order a duly noticed meeting of the Member Representatives Committee (MRC) of the North American Electric Reliability Corporation (NERC) on August 15, 2024, at 8:30 a.m., Pacific, and a quorum was declared present. The agenda and MRC members and their proxies in attendance are attached as **Exhibits A** and **B**, respectively.

Introduction and Chair's Remarks

Chair Flandermeyer welcomed MRC members and virtual attendees, acknowledging the NERC Board of Trustees (Board), Pat Hoffman from the Department of Energy, Kal Ayoub from the Federal Energy Regulatory Commission (FERC), Anna Le from the Canada Energy Regulator, and CAMPUT representative Derek Olmstead.

Chair Flandermeyer acknowledged State Commissioner Kent Chandler's recent resignation from the MRC and contributions during his tenure. She noted that a special election is being held to fill the remainder of Mr. Chandler's term. She also acknowledged several upcoming retirements of the following MRC members and industry leaders in attendance and thanked them for their valuable contributions: Edison Elizeh, Brian Evans-Mongeon, Jennifer Sterling, and Michael Desselle.

NERC Antitrust Compliance Guidelines and Public Announcement

Ms. Iwanekho directed the participants' attention to the NERC Antitrust Compliance Guidelines included in the agenda package and indicated that all questions regarding antitrust compliance or related matters should be directed to Sonia Rocha, senior vice president, general counsel, and corporate secretary at NERC.

Minutes

Upon motion duly made and seconded, the MRC approved the minutes of the May 8, 2024, and July 17, 2024, meetings as presented at the meeting.

NERC Bylaws Amendments

Ms. Rocha reviewed the proposed amendments to the NERC Bylaws to remove Regional Entities from the membership Sectors and the MRC to align with current governance processes and reflect their role as part of the ERO Enterprise. Upon motion duly made and seconded, the MRC approved the NERC Bylaws amendments.

Board of Trustees Nominating Committee Update

Larry Irving, chair of the Board Nominating Committee (NC), provided an update on the NC's activities since the last report. The NC selected a search firm to facilitate a search for a new Trustee, solicited nominations, and reviewed initial candidates. The NC will continue the process, which will culminate in a recommendation to the MRC in December in anticipation of the election in February 2025.

Business Plan and Budget Input Group Update

John Haarlow, chair of the BP&B input group, provided an update on the group's activities since the last report. The group met in July and reviewed NERC's proposed final 2025 business plan and budget, with discussion centered on the stakeholder comments received on the previous draft, as well as clarifying questions around the financial treatment of the unpaid assessments from Mexico. The group also discussed the benefits of NERC's three-year planning approach, which is a significant step forward in allowing for more strategic input from the MRC, more financial certainty to industry, and overall supporting a better prioritization and decision-making process. Lastly, the group continues to discuss using KPIs and metrics to measure the effectiveness of the business plan and budget in accomplishing NERC's mission and looks forward to seeing how efforts around data analytics can be applied to prioritization, business planning, and budget processes.

Update on FERC Activities

Kal Ayoub, Critical Infrastructure and Resilience Advisor, FERC, provided an update on recent FERC reliability activities, including the confirmation of Judy Chang, David Rosner, and Lindsay See as FERC Commissioners, approval of extreme cold weather standard EOP-011-4 (Emergency Operations), cold weather preparedness dashboard that tracks recommendations from the FERC-NERC analysis of winter storms Uri and Elliott, Order 1920 requiring transmission providers to plan for future transmission needs, other recent orders issued, and upcoming technical conferences.

Energy Adequacy Panel

Chair Flandermeyer introduced the panel which was included on the agenda in response to MRC requests for more conversations with industry leaders on key issues. She noted that MRC and NERC leadership will discuss the panel after the meetings, particularly to discuss whether to continue panels in future meetings and the most appropriate forum for the discussions.

Jason Marshall facilitated a panel on energy adequacy with the following industry panelists:

- Todd Hillman, senior vice president and chief customer officer, MISO
- Todd Lucas, vice president, transmission, Southern Company
- Teresa Mogensen, president and CEO, American Transmission Company, and NERC Reliability Issues Steering Committee chair
- Brad Underwood, vice president, systems transformation, Omaha Public Power District

The panelists discussed challenges and risks to ensuring energy adequacy as the industry and resource mix changes at an unprecedented pace, how current processes should change to accommodate energy in the planning and operational approaches, and advancements in technology to strengthen energy

adequacy. The panelists also discussed opportunities for the ERO Enterprise to be more involved, encouraging the ERO Enterprise to focus on increased outreach, promoting a consistent message, continuing to evolve reliability assessments, increasing analytical capabilities, and expanding being the voice of reliability.

Responses to the Board's June 5 Request for MRC Input

Chair Flandermeyer acknowledged the MRC's responses to Mr. DeFontes' June 5, 2024, letter requesting input on the draft ERO Enterprise Long-Term Strategy. Responses are [posted](#) on the NERC website.

Chair Flandermeyer provided a summary of the feedback received from MRC members, acknowledging overall support for the focus areas captured in the draft strategy with some specific suggestions on the strategic priorities. Camilo Serna, senior vice president, strategy and external engagement, NERC, thanked MRC members for their thoughtful and specific input. He stated that NERC reviewed the input with the Board and will send a memo in the coming weeks with adjustments to the strategy based on MRC input. NERC will also consider the input received as it develops its next three-year plan for 2026-2028.

Additional Discussion on August 14 Board Committee Meetings

Chair Flandermeyer reminded attendees that full presentations were conducted at the Board committee meetings and would not be repeated during the MRC meeting. Attendees did not have any additional comments related to the Board's Corporate Governance and Human Resources, Finance and Audit, Technology and Security, and Regulatory Oversight Committee meetings.

Additional Discussion on August 14 Technical Session

Attendees did not have additional comments on the items discussed during the August 14 Technical Session.

MRC Input and Advice on August 15 Board Agenda Items

Attendees did not have comments on the agenda topics for the Board's August 15 meeting.

Update on Implementation of MRC Effectiveness Recommendations

Chair Flandermeyer acknowledged that slides summarizing the status of the MRC effectiveness recommendations implementation were included in the agenda package. More time on this topic will be dedicated at the MRC's November meeting.

Schedule for MRC Officer and Sector Elections

The schedule for the upcoming nominations and elections was included in the agenda package.

Future Meetings

The schedule of future meeting dates was included in the agenda package.

Regulatory Update

The regulatory update, which highlights Canadian affairs, as well as past and future significant FERC filings was included in the agenda package.

Adjournment

There being no further business, the meeting was adjourned.

Submitted by,



Kristin Iwanechko

Agenda

Member Representatives Committee

August 15, 2024 | 8:30 a.m. – 10:30 a.m. Pacific

In-Person

Hyatt Regency Vancouver
Room: Regency A/B/C
655 Burrard St.
Vancouver, BC V6C 2R7, Canada

Webcast Link: [Join Meeting](#)

Attendee Password: Day208152024ATT (32920816 when dialing from a phone)

Audio Only: 1-415-655-0002 US | 1-416-915-8942 Canada | **Access Code:** 2314 834 6718

Introduction and Chair's Remarks

[NERC Antitrust Compliance Guidelines and Public Announcement](#)

Consent Agenda

1. **Minutes - (Approve)**
 - a. May 8, 2024 Meeting*
 - b. July 17, 2024 Conference Call*

Regular Agenda

2. **NERC Bylaws Amendments* (Approve)**
3. **General Updates and Reports**
 - a. Board of Trustees Nominating Committee Update*
 - b. Business Plan and Budget Input Group Update*
 - c. Update on FERC Activities*
4. **Discussion Items**
 - a. Energy Adequacy Panel*
 - b. Responses to the Board's June 5 Request for MRC Input*
 - c. Additional Discussion on August 14 Board Committee Meetings*
 - i. Corporate Governance and Human Resources Committee
 - ii. Finance and Audit Committee
 - iii. Technology and Security Committee

- iv. Regulatory Oversight Committee
 - d. Additional Discussion on August 14 Technical Session*
 - e. MRC Input and Advice on August 15 Board Agenda Items*
- 5. Update on Implementation of MRC Effectiveness Recommendations***

Informational Items

- 6. Schedule for MRC Officer and Sector Elections***
- 7. [Future Meetings](#)**
- 8. Regulatory Update***

*Background materials included.

Member Representatives Committee - Attendance (August 15, 2024)

Voting Members

First Name	Last Name	Sector
Jennifer	Flandermeyer	Chair
Joel	Dembowski	1. Investor-Owned Utility
John	Rhea	1. Investor-Owned Utility
Roy	Jones	2. State/Municipal Utility - Proxy Scott Tomashefsky
Greg	Ford	3. Cooperative Utility - Proxy Todd Bennett
Jason	Marshall	3. Cooperative Utility
Edison	Elizeh	4. Federal/Provincial
Daryl	Maxwell	4. Federal/Provincial
Stephane	Desbiens	4. Federal/Provincial
Tom	Heller	5. Transmission-Dependent Utility - Proxy Brian Evans-Mongeon
Mark	Spencer	6. Merchant Electricity Generator
Srinivas	Kappagantula	6. Merchant Electricity Generator
Matt	Fischesser	7. Electricity Marketer
Jeremy	Carpenter	7. Electricity Marketer
Venona	Greaff	8. Large End-Use Electricity Customer
Karen	Onaran	8. Large End-Use Electricity Customer
Darryl	Lawrence	9. Small End-Use Electricity Customer - Proxy Michael Moody
Gordon	van Welie	10. ISO/RTO - Proxy Pete Brandien
Lesley	Gallinger	10. ISO/RTO
Richard	Dewey	10. ISO/RTO

Non-Voting Members

First Name	Last Name	Sector
Anna	Le	Canadian Federal
Derek	Olmstead	Canadian Provincial
David	Ortiz	U. S. - Federal - Proxy Kal Ayoub
Pat	Hoffman	U. S. - Federal
Dr. Dana	Born	Regional Entity - MRO - Proxy Sara Patrick
Milo	Blair	Regional Entity - NPCC
Curt	Brockmann	Regional Entity - Texas RE
Jason	Blake	Regional Entity - SERC
Melanie	Frye	Regional Entity - WECC - Proxy Jeff Droubay
Kristin	Iwanechko	Secretary