

Compliance and Certification Committee

Organization Registration and Certification Subcommittee

Scope Document

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Section 1. Mission

The NERC Compliance and Certification Committee (CCC) is a NERC Board-appointed stakeholder committee serving and reporting directly to the NERC Board. Operation and governance of the CCC is as articulated in the CCC Charter.

The Organization Registration and Certification sub-committee is formed by the CCC to assist the committee in fulfilling its mission and functions¹ in a thorough and efficient manner. Further details of what the subcommittee will undertake, on behalf of and under the supervision of the CCC, are provided in Section 2.

Section 2. Organization Registration and Certification Sub-Committee Tasks and Functions

To fulfill its mission, the CCC has established an Organization Registration and Certification Sub-Committee to perform the following tasks on behalf of and under the supervision of the CCC:

1. Advise and provide support to NERC and the regional entities with development and implementation of organization registration and certification processes (i.e., RoP 500 & Appendix 5).
2. Advise and provide ongoing support to NERC and the regional entities relating to approved organization registration and certification processes.
3. Evaluate the success and effectiveness of NERC and the regional entities' administration of the organization registration and certification processes.

The sub-committee will work within its assigned scope and be accountable for the responsibilities assigned to it by the CCC.

Section 3. Membership

1. Goals

The membership of this sub-committee will be established to address the need for expertise and balance of interests to carry out the sub-committee's assigned Tasks and Functions as articulated in Section 2.

2. General

General membership requirements for members of a sub-group of the CCC are as articulated in Section 7 of the CCC Charter. Additional membership requirements for this committee are as defined within this scope document.

3. Subgroup Membership and Representation

As outlined in the CCC Charter, each member of this sub-committee, and its officers, will be appointed by the chair of the CCC.

¹ See sections 1 and 2 of the CCC Charter, respectively.

4. **Membership not restricted to CCC Members**

Members of this sub-committee are not required to be members of the CCC, but must be eligible to be members of the committee.

5. **Resignations.**

- a. **By the member.** In the event a member can no longer serve on the sub-committee, that member will submit a written resignation to the sub-committee chair or the CCC secretary.
- b. **Requested by the chair.** The chair may request any sub-committee member who ceases to participate in the sub-committee, as indicated by not attending or sending a proxy for two consecutive meetings, to submit a resignation or to request continuation of membership with an explanation of extenuating circumstances. If a written response is not received within 30 days of the chair's request, the lack of response will be considered a resignation.
- c. **Referral to the CCC Chair.** The sub-committee chair will refer the vacancy resulting from a resignation to the CCC Chair who may recommend a replacement pursuant to the CCC Charter.
- d. **By the Board.** CCC Committee members and, by extension, members of CCC sub-committees serve at the pleasure of the NERC Board who may request resignation, remove or replace a member as the Board deems appropriate.

6. **Proxies.**

A substitute representative, or proxy, may attend on behalf of a member during all or a portion of a sub-committee meeting, provided the absent member notifies the sub-committee chair, vice chair, or CCC secretary of the proxy.

- a. **Notification.** Such notification will be in writing (electronic medium is acceptable). The proxy representatives and their affiliation will be named in the correspondence.
- b. **May not serve as a proxy for another member.** A voting member of a sub-committee may not serve as a proxy for another voting member on the same sub-committee (i.e. a member may not cast more than their own vote).

7. **Exclusions.**

Exclusions shall be as articulated in Section 3 of the CCC Charter.

8. **Changes in Member Affiliation.**

A sub-committee member whose affiliation has changed may remain a member of the sub-committee subject to notifying the CCC Chair of the change and receiving the approval of the CCC Chair to remain on the sub-committee.

9. **Acknowledgement of a membership conflict.**

Any sub-committee member who knows of any form of membership conflict will notify the sub-committee chair and the CCC Chair within ten business days of obtaining that knowledge.

Section 4. Meetings

In the absence of specific provisions in this document or the CCC Charter, all sub-committee meetings will follow Roberts Rules of Order, Newly Revised.

1. **Antitrust Guidelines.**

All persons attending or otherwise participating in a NERC committee or sub-group meeting will act in accordance with NERC's Antitrust Compliance Guidelines at all times during the meeting.

2. **Open Meetings.**

NERC committee meetings will be open to the public, except as noted below under Confidential Sessions.

3. **Confidential Sessions.**

With approval of the NERC Director of Compliance, a meeting or portion of a meeting of the sub-committee may have attendance limited based on confidentiality of the information to be disclosed at the meeting. Such limitations should be applied sparingly and on a non-discriminatory basis as needed to protect information that is sensitive information or confidential information to one or more parties. Confidential information will only be disclosed as provided by NERC Rule of Procedure 1500. Confidentiality agreements may also be applied, as necessary, to protect sensitive information or confidential information.

4. **Types of Meetings.**

Meetings may be conducted in person, by conference call, or other means. The procedures contained in this scope document will apply to all meetings regardless of how they are conducted.

5. **Majority and minority views.**

All members of the sub-committee will be afforded the opportunity to provide alternative views on an issue. The results of the sub-committee actions, including recorded minutes, will reflect the majority as well as any minority views of the sub-committee members. The chair will communicate both the majority and any minority views in presenting results to the CCC.

6. **Actions without a Meeting**

Actions without a Meeting are permitted as discussed in the CCC Charter.

Section 5. Officers and Staff

1. General.

- a. **Number of Positions.** The sub-committee will have two officers and a secretary.
- b. **Officers.** The sub-committee officers will be one chair and one vice chair.
- c. **Secretary.** The NERC staff coordinator will serve as the sub-committee's secretary.
- d. **Officers may vote.** The sub-committee chair and vice chair are voting members of the sub-committee.
- e. **Officers are named by the CCC Chair** for a two-year term. Officers may be reappointed for a second two-year term.

2. Chair.

The chair will direct and provide general supervision of sub-committee activities, including:

- a. Coordinate the schedule of all sub-committee meetings.
- b. Develop sub-committee agendas and rule on any deviation, addition, or deletion from a published agenda.
- c. Preside at and manage sub-committee meetings including the nature and length of discussion, recognition of speakers and proxies, motions, and voting.
- d. Will act as the spokesperson for the sub-committee to the CCC.

The chair of the sub-committee will serve as a member of the executive of the CCC as described in the CCC Charter. The chair of the sub-committee must be a member of the CCC.

3. Vice chair.

The vice chair will assume the responsibilities of the chair under the following conditions:

- a. At the discretion of the chair (for brief periods of time);
- b. When the chair is absent or temporarily unable to perform the chair's duties;
or
- c. When the chair is permanently unavailable or unable to perform the chair's duties. In the case of a permanent change, the vice chair will continue to serve until a new chair is appointed by the CCC Chair.

The vice chair is ineligible to assume the responsibilities of the chair on the CCC Executive Committee unless the vice chair is also a member of the CCC.

4. **Staff Coordinator.**

A member of the NERC staff will be selected by NERC's Director of Compliance to serve as the staff coordinator and secretary of the sub-committee. The staff coordinator is not a sub-committee member and does not have a vote. Under the direction of the sub-committee officers, the CCC Chair and applicable NERC bylaws, guidelines and rules of procedure, the staff coordinator will:

- a. Manage the day-to-day operation and business of the sub-committee.
- b. Prepare and distribute the notices of the sub-committee meetings, prepare the meeting agenda, and prepare and distribute minutes of the sub-committee meetings.
- c. Act as the sub-committee's parliamentarian.

Section 6. Subordinate Groups.

1. **Committee organization hierarchy.**

As allowed in the NERC Bylaws the CCC organizational structure supports a superior-subordinate hierarchy that is ordered as follows:

- Committee
- Subcommittee
- Working Group
- Task Force

2. **Establishing subgroups.**

The CCC has established this sub-committee and is responsible for it to the NERC board. This sub-committee may establish subordinate groups as discussed in the CCC Charter.