

Minutes Board of Trustees

August 15, 2019 | 8:30 a.m.–12:00 p.m. Eastern

Hilton Québec
1100 Boulevard René-Lévesque E
Québec, QC G1R 4P3

Call to Order

Mr. Roy Thilly, 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”) in Quebec City, Quebec on August 15, 2019, at 8:30 a.m. Eastern, and a quorum was declared present. The agenda is attached as **Exhibit A**.

Present at the meeting were:

Board Members

Roy Thilly, Chair
Janice B. Case, Vice Chair
Robert G. Clarke
Kenneth W. DeFontes, Jr.
Frederick W. Gorbet
David Goulding
George S. Hawkins
Suzanne Keenan
Robin E. Manning
James B. Robb, President and Chief Executive Officer
Jan Schori
Colleen Sidford

NERC Staff

Charles A. Berardesco, Senior Vice President, General Counsel, and Corporate Secretary
Tina Buzzard, Associate Director
Howard Gugel, Vice President and Director of Engineering and Standards
Sonia C. Mendonça, Vice President, Deputy General Counsel, and Director of Enforcement
James Merlo, Vice President and Director of Reliability Risk Management
Mark G. Lauby, Senior Vice President and Chief Engineer
Janet Sena, Senior Vice President and Director of Policy and External Affairs

NERC Antitrust Compliance Guidelines

Mr. Thilly noted the public nature of the meeting and directed the participants' attention to the NERC Antitrust Compliance Guidelines included with the advance meeting materials. He stated that any additional questions regarding these guidelines should be directed to Mr. Berardesco.

Chair's Remarks

Mr. Thilly welcomed all of the attendees to the meeting, including Mr. Francis Dodge of the Canadian Electricity Association ("CEA"), Mr. Bruce Walker of the U.S. Department of Energy ("DOE"), Mr. David Morton of CAMPUT, Mr. Andy Dodge of the Federal Energy Regulatory Commission ("FERC"), and the Canadian regulators in attendance at the meeting.

Mr. Robb recognized Mr. Berardesco, who will be retiring as NERC's Senior Vice President, General Counsel, and Corporate Secretary on August 31, 2019. He thanked Mr. Berardesco for his years of service to NERC and presented him with the following resolution approved by the Board:

WHEREAS, Charles (Charlie) A. Berardesco has served as Senior Vice President, General Counsel, and Corporate Secretary of the North American Electric Reliability Corporation (NERC) since 2012, including having served as interim President and Chief Executive Officer from November 2017-April 2018;

WHEREAS, Mr. Berardesco in his tenure elevated and enhanced NERC's legal, enforcement, and corporate governance functions in the mission of reliability and security of the grid, and steered the organization through a delicate management transition;

WHEREAS, Mr. Berardesco was integral in developing comprehensive governance guidelines and enhancing the corporate governance processes used by NERC, overseeing the implementation of a risk-based approach to compliance and enforcement of NERC Reliability Standards, and transforming the structure of the ERO Enterprise through the successful integration of two Regional Entity footprints, among many accomplishments; and

WHEREAS, Mr. Berardesco has been 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 Charlie Berardesco for his years of commitment and exemplary service and honors him on the occasion of his retirement as Senior Vice President, General Counsel, and Corporate Secretary.

Consent Agenda

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

Minutes

The draft minutes for the June 13, 2019 and May 9, 2019 meetings were approved as presented to the Board at this meeting.

Committee Membership and Charter Amendments

Compliance and Certification Committee Membership

RESOLVED, that the Board hereby approves the appointments of the following individuals to the Compliance and Certification Committee, each for a three-year term effective upon the date of Board approval, as follows:

- Keith Comeaux, Cleco Cajun, Electricity Marketer
- James Crawford, Burns & McDonnell, Small-End-use Electricity Customer
- Mark Hegerle, Federal Energy Regulatory Commission, U.S. Federal
- Kimberly Jones, NC Utilities Commission, U.S. State
- Leigh Mullholland, Capital Power, Merchant Generator
- Thad Ness, Xcel Energy, Investor-Owned Utility
- Jamie Young, MISO, Regional Entity (MRO)

Operating Committee Membership

RESOLVED, that the Board hereby approves the following Operating Committee appointments each for a term of two years, except as noted below:

Operating Committee Annual Election Results – 2019-2021 Term

Sector	Elected Member	Company
Chair	David Zwergel	MISO
Vice Chair	Doug Hils	Duke Energy
1. Investor-Owned Utility	Darryl Yohnk	ITC Holdings
	David Cullum <i>(filling vacancy; term ends September 2020)</i>	American Transmission Company, LLC
2. State/Municipal Utility	Doug Peterchuck	OPPD
3. Cooperative Utility	Keith Carman	Tri-State G&T
4. Federal or Provincial Utility/Federal Power Marketing Administration	Lloyd Linke	WAPA
	Jason Boniface	Hydro One
	Stephane Desbiens	Hydro-Québec TransÉnergie
5. Transmission Dependent Utility	John Stephens	City Utilities of Springfield
6. Merchant Electricity Generator	David Ball	American Electric Power

Sector	Elected Member	Company
7. Electricity Marketer	Greg Darnell	Southern Company
8. Large End-Use Electricity Customer	None	
9. Small End-Use Electricity Customer	Luke Weber	MSOE University
	Robert Blohm	Keen Resources Ltd.
	Garry Baker <i>(filling vacancy; term ends September 2020)</i>	JEA
10. Independent System Operator/Regional Transmission Organization	Wes Yeomans	NYISO
12. State Government	Ryan Laruwe	Michigan Public Service Commission

Planning Committee Membership

RESOLVED, that the Board hereby approves the following Planning Committee appointments each for a term of two years, except as noted below:

Planning Committee Annual Election Results – 2019-2021 Term

Sector	Elected Members	Company
Chair	Brian Evans-Mongeon	Utility Services Inc.
Vice Chair	Joseph Sowell	Georgia Transmission Corp.
1. Investor-Owned Utility	William Allen	Exelon
2. State/Municipal Utility	Gary McAdam	MEAG
3. Cooperative Utility	Paul McCurley	NRECA
	Gordon Pietsch <i>(filling vacancy; term ends September 2020)</i>	Great River Energy
4. Federal or Provincial Utility/Federal Power Marketing Administration	Robert Reinmuller	Hydro One
	Ian Grant	Tennessee Valley Authority
5. Transmission-Dependent Utility	Carl Turner	Florida Municipal Power Agency
6. Merchant Electricity Generator	Todd Snitchler	Electric Power Supply Association
7. Electricity Marketer	Gwen Frazier	Southern Company

Sector	Elected Members	Company
8. Large End-Use Electricity Customer	Suzanne Lemieux	American Petroleum Institute
9. Small End-Use Electricity Customer	Darryl Lawrence	Pennsylvania Office of Consumer Advocate
	Gary Brownfield	Self-employed
10. Independent System Operator/Regional Transmission Organization	Charles Hendrix	Southwest Power Pool
	David Short	Independent Electric System Operator (Ontario)
12. State Government	Christine Ericson	Illinois Commerce Commission

Critical Infrastructure Protection Committee Charter Amendments

RESOLVED, that the Board hereby approves the amended Critical Infrastructure Protection Committee (“CIPC”) charter, substantially in the form presented to the Board at this meeting, to replace the CIPC charter approved by the Board on February 8, 2018.

Appointment of Interim General Counsel, Corporate Secretary

RESOLVED, that the Board hereby appoints Sonia C. Mendonça as Interim General Counsel and Corporate Secretary, effective September 1, 2019.

Regular Agenda

Remarks by Francis Bradley, President and CEO, CEA

Mr. Thilly introduced Mr. Bradley, President and Chief Executive Officer of CEA. Mr. Bradley remarked upon the need to adapt to the changing environment and the need to work together to address challenges facing the interconnected bulk power system. He remarked upon the need to support NERC as it seeks to become more effective and efficient. Mr. Bradley commended NERC for holding costs given industry pressures, but he noted that overall budget increases are higher than inflation. He stated that with increases in E-ISAC costs, NERC must show value to Canadian stakeholders. Mr. Bradley commended NERC for its engagement with Canadian entities and recognition of Canadian efforts.

Remarks by Bruce Walker, Assistant Secretary, DOE

Mr. Thilly introduced Mr. Walker, Assistant Secretary, Office of Electricity, at DOE. Mr. Walker remarked that NERC and DOE continue to work together to address resilience and reliability. He discussed upcoming projects funded by DOE and noted the importance of the Grid Storage Launchpad, a new public-project to support large –scale energy storage.

Remarks by David Morton, CAMPUT Representative to NERC

Mr. Thilly introduced Mr. Morton. Mr. Morton began his remarks by welcoming the attendees to Quebec. He discussed highlights from the August 13, 2019 meeting between the Board and regulators from five

Canadian provinces. Mr. Morton complimented NERC on managing its budget given industry pressure and expressed his appreciation for the outreach being conducted with Canadian entities.

President's Report

Mr. Robb began his report by discussing a recent visit to a Hydro Quebec hydro project and thanking Sylvain Clermont. He noted the importance of having an annual meeting in Canada. Mr. Robb also noted the anniversary of the 2003 blackout and the international aspect of reliability. He recognized Mr. Bradley as the new President and CEO of CEA. Mr. Robb noted the new Memorandum of Understanding with the Ontario Independent Electricity System Operator ("IESO"), and he thanked Peter Gregg working on how to coordinate the work of the E-ISAC and IESO.

Mr. Robb took a moment to remember Mike Assante, who passed away in July, for his outstanding contributions to the security of the bulk power system. He also recognized Commissioner Cheryl LaFleur of FERC upon her upcoming departure from the Commission, noting her strong support of NERC and reliability.

Mr. Robb noted the impact of Mr. Sharp and his service as Interim Chief Financial Officer. He asked that the Board appoint Mr. Sharp as Vice President and Controller. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board, upon recommendation of the President and the CGHRC, hereby appoints the following individual as an officer of the Corporation:

- Andy Sharp, Vice President and Controller

Mr. Tim Gallagher, co-chair of the ERO Executive Committee, then provided remarks. He noted the anniversary of the 2003 blackout and the importance of working together on reliability. Mr. Gallagher noted the increase in CIP violations across the regions and rising penalties. He stated that the Regional Entities all have voluntary programs to help companies, and he was unaware of any negative effect on a company from participating in these programs. Mr. Gallagher noted the need to provide more consistency amongst the regions and highlighted efforts by the regions under Mr. Robb's leadership to enhance coordination and consistency. He congratulated Jason Blake and the SERC team on the successful integration of FRCC and thanked Stacy Dochoda for her service to the ERO. Mr. Gallagher also wished Commissioner LaFleur and Mr. Berardesco well and thanked them for their service.

Report on Board of Trustees August 13, 2019 Closed Session

Mr. Thilly reported that the Board met with Canadian regulators on August 13, 2019. He noted the importance of these meetings in terms of educating the NERC Board on the history and structure of the Canadian approaches.

Mr. Thilly also reported that, as is its custom, the Board met in closed session with NERC management, and subsequently in executive session without NERC management, to review NERC management activities. In these sessions, the Board discussed confidential matters, including contract, personnel, and

security issues. The Board also discussed legal and regulatory issues. He reported the attention paid to cybersecurity issues and the Board's oversight role.

Board Committee Reports

Corporate Governance and Human Resources Committee

Mr. DeFontes, Committee Chair, reported that the Committee met in open session on August 14, 2019 to review progress on the 2019 work plan priorities and draft 2020 priorities, review draft Board assessment documents and progress in accomplishing the 2019 work plan, and receive an update on staffing and recruiting.

Mr. Clarke then reviewed the process for selecting a new Board chair. He noted that he would be overseeing the process, given Mr. DeFontes's interest in the position. Mr. Clarke noted that Mr. Thilly plans to step down as chair in February 2021, and all trustees have agreed that Mr. DeFontes is the best candidate to succeed him as chair. He reported that Mr. DeFontes will be elected vice chair and chair-elect in February 2020 and will assume the role of chair in February 2021.

Compliance Committee

Ms. Schori, Committee Chair, reported that the Committee met in executive session on June 18, 2019 and on August 13, 2019. She noted that the Committee approved Notices of Penalty and received a presentation on ERO implementation issues in Canada. She also noted the Committee's continued focus on CIP issues, implementing the Align program, and streamlining processes for low risk violation issues.

Finance and Audit Committee

Mr. Clarke, Committee Chair, reported on the open meeting of the Committee held on August 14, 2019 to review the second quarter 2019 unaudited results of operations. Upon motion duly made and seconded, the Board approved the following resolution:

RESOLVED, that the Board, upon recommendation of the Finance and Audit Committee, hereby accepts the Second Quarter 2019 NERC, Combined ERO Enterprise, and Regional Entity Unaudited Results, as presented to the Board at this meeting.

Mr. Clarke also reported that the Committee reviewed the NERC and Regional Entity Proposed 2020 Business Plans and Budgets and associated assessments. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby approves the following, substantially in the form presented to the Board at this meeting:

- i. The proposed 2020 NERC Business Plan and Budget;
- ii. The proposed 2020 Business Plans and Budgets of the Regional Entities and the Western Interconnection Regional Advisory Board; and

- iii. The proposed 2020 assessments to recover the costs of the approved 2020 budgets, subject to adjustments to reflect final Net Energy for Load numbers, together with such other adjustments as may be necessary.

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.

Mr. Clarke thanked Ms. Schori for her service as past chair of the Committee.

Enterprise-wide Risk Committee

Mr. Goulding, Committee Chair, reported the Committee met in closed session on August 6, 2019. At its meeting, the Committee reviewed: (1) the status of the 2018 audit plan and status of management responses; (2) the status of the 2019 audit plan; and (3) CCC activities. He highlighted discussion on: (1) Regional Entity consistency in the internal controls evaluation process; and (2) risk evaluation.

Nominating Committee

Mr. Hawkins, Committee Chair, reported on the Committee's ongoing work to identify a new trustee. He noted that while two trustees are stepping down, only one position is being filled as the Board's recent expansion to twelve members was intended to be temporary. Mr. Hawkins reported that the Committee will meet in September to select a list of candidates for interviews.

Technology and Security Committee

Ms. Keenan, Committee Chair, reported that the Committee met in open session on August 14, 2019 to discuss items including: (1) ERO technology efforts, including the Align CMEP technology project, the entity registration tool ("CORES"), and the situational awareness tool ("SAFNR"); and (2) E-ISAC activities, including member information sharing.

Ms. Keenan reported that the rollout of Align is being delayed to allow further work on security and to address stakeholder feedback. With respect to the E-ISAC, she highlighted that the forthcoming Grid Security Conference, scheduled for October 22-25, 2019 in Atlanta, Georgia, will have a focus on diversity and include a women-focused event.

Report by Trustee Rob Manning on Standards Quarterly Activities

Mr. Manning reported on the recent Standards Committee conference calls and meetings, including actions taken by the Committee to authorize initial postings of Reliability Standards, Standard Authorization Requests, and appointment of drafting teams. He noted the work of the Committee on new standards, including those addressing protection systems and supply chain risks, and the ongoing work under Phase II of the Standards Efficiency Review. Mr. Manning also remarked on efforts to address resiliency to electromagnetic pulses following the publication of the EPRI report.

At the conclusion of the reports, Mr. Thilly thanked the NERC staff responsible for supporting each of these meetings.

Standards

Mr. Gugel presented on several Reliability Standards-related projects.

Supply Chain Section 1600 Data Request

Mr. Gugel presented a request for data or information related to supply chain risks, recalling the presentation made at the August 14, 2019 Member Representatives Committee meeting. After discussion, and upon motion duly made and seconded, the Board approved the following resolution:

WHEREAS, in May 2019, the Board accepted in substantial form NERC staff's final report titled *Cyber Security Supply Chain Risks: Staff Report and Recommended Actions*;

WHEREAS, this report recommended that NERC issue a request for data or information under Section 1600 of the NERC Rules of Procedure to obtain information that would enable NERC to better understand the potential supply chain risks associated with low impact BES Cyber Systems;

WHEREAS, the Board, in accepting this report, stated its expectation that NERC would move expeditiously to collect the necessary data and report back to the Board;

WHEREAS, the Board authorized a shortened comment schedule for the proposed request for data at its June 13, 2019 meeting;

NOW, THEREFORE, BE IT RESOLVED that the Board, pursuant to NERC's authority under Section 1600 of the NERC Rules of Procedure, hereby approves the supply chain risk assessment data request as presented to the Board at this meeting and authorizes NERC to issue it to reporting entities.

Mr. Thilly noted the importance and urgency of this data request and urged industry to use its best efforts to respond fully. He also thanked the North American Transmission Forum for their recent publications to help industry address supply chain cybersecurity issues.

Reliability Standard PRC-006-NPCC-2 – Automatic Underfrequency Load Shedding

Mr. Gugel stated that no Board action is being requested on the NPCC Regional Reliability Standard at this time due to the identification of an errata issue that will be resolved through the NPCC standard development process.

Regional Reliability Standard BAL-002-WECC-3 – Contingency Reserve

Mr. Gugel presented the proposed WECC Regional Reliability Standard. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby adopts the proposed Regional Reliability Standard BAL-002-WECC-3, as presented to the Board at this meeting.

FURTHER RESOLVED, that the Board hereby approves the associated implementation plan, 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 Regional Reliability Standard, as presented to the Board at this meeting.

FURTHER RESOLVED, that the Board hereby approves the proposed retirement of Regional Reliability Standard BAL-002-WECC-2a, 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

Policy Input and Member Representatives Committee Meeting

Mr. Thilly thanked the MRC for its policy input provided at the August 14, 2019 MRC meeting. Mr. Gorbet thanked those participating in the committee restructuring proposal, including Mr. Lauby and his team and the leadership of Jennifer Sterling and Greg Ford.

ReliabilityFirst Bylaws Amendments

Ms. Mendonça presented proposed amendments to the ReliabilityFirst bylaws. She explained that the amendments are intended to allow ReliabilityFirst to adopt the NERC hearing process. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby approves the proposed amendments to the Bylaws of ReliabilityFirst Corporation, 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 resolution.

2019 ERO Enterprise Dashboard Update

Mr. Merlo provided an update on the 2019 ERO Enterprise Dashboard, including reviewing each of the metrics on the dashboard and performance through the second quarter of 2019. He thanked the Regional Entities for providing data in a timely and accurate manner.

Mr. Thilly remarked that this is the first year of the Dashboard, and that the Board intends to review it in February to determine whether any refinements need to be made.

Task Force to Address Resilience to Electromagnetic Pulses

Mr. Gugel reported that a task force was formed to provide high level leadership and guidance to address resiliency to electromagnetic pulses. He reviewed the phased approach, timeline, and working groups.

Mr. Gugel reported that the task force hopes to provide a report to the Board in the fourth quarter of 2019.

SERC/FRCC Integration

Jason Blake, CEO of SERC, provided an update on the SERC/FRCC integration efforts. He reported that the transition was virtually seamless for registered entities in SERC and FRCC, and he noted that all remaining FRCC staff accepted offers to join SERC. Mr. Blake also noted the inclusion of former FRCC directors on the SERC board. He discussed the importance of support provided by NERC, SERC staff, and Stacy Dochoda in achieving a successful integration.

Mr. Blake introduced Greg Ford, Chair of the SERC Board of Directors, who reported on the work the SERC Board has done to enhance its overall governance approaches and consider best practices. Mr. Ford reported that SERC is transitioning its large member board to an 18-member board with sector representation. He noted SERC's goal to have its new governance approach in place by January 2021.

Reliability Coordinator Function in the Western Interconnection

Melanie Frye, WECC president and CEO, provided an update on the Western Reliability Coordinator issues. She reviewed the current proposed Reliability Coordinator map and transition timelines, noting that Gridforce is not shown at this time. Ms. Frye reviewed the makeup of the Reliability Coordinator certification teams, noting that they are broad based and include NERC staff and FERC observers. She reported that FERC recently approved the WECC Variance to the IRO-002 standard, which will require the development of a common Interconnection-wide methodology for monitoring and modeling. Ms. Frye reviewed the remaining steps and complimented the Peak Reliability team for its work in ensuring a successful transition.

Committee Reports

Representatives of the Standing Committees provided reports to the Board highlighting items from their written reports, which had been included with the advance meeting materials.

Operating Committee

David Zwergel, Committee Chair, referenced the written report and highlighted certain items, including the Committee's approval of a reference document and a revised guideline.

Planning Committee

Brian Evans-Mongeon, Committee Chair, referenced the written report and highlighted the Committee's work on industry transformation issues. He also noted that the Committee is reviewing its work flow processes and work with subgroups.

Critical Infrastructure Protection Committee

Marc Child, Committee Chair, referenced the written report and highlighted the Committee's work on supply chain risk management issues, security and cloud-based services, and its support of the supply

chain data request. He also discussed work being done to support the move to the new proposed integrated committee structure.

Personnel Certification Governance Committee

Michael Anderson, Committee Chair, provided an update on the activities of the Committee, referencing the materials provided in the advance agenda package. He thanked NERC staff for their support of recent meetings and announced that he will be stepping down from his position. Mr. Thilly thanked Mr. Anderson for his service.

Member Representatives Committee

Mr. Ford, Committee Chair, summarized the matters addressed at the August 14, 2019 MRC meeting, including: (1) the Nominating Committee report; (2) policy input to the Board on the budget; (3) E-ISAC activities; (4) Align implementation; and (5) the NERC committee restructuring effort. He thanked the attendees for their contributions.

Standards Committee

Amy Casuscelli, Committee Vice Chair, referenced the quarterly report included in the advance agenda package and summarized recent Committee activities, including the initiation of new standard development projects and ongoing monitoring of the Standards Efficiency Review project.

Reliability Issues Steering Committee

Nelson Peeler, Committee Chair, provided an update on the activities of the Committee, referencing the report provided at the August 14, 2019 MRC meeting. He stated that he appreciated the discussion at the MRC meeting and that he looks forward to delivering a final 2019 ERO Risk Priorities report in November.

Compliance and Certification Committee

Jennifer Flandermeyer, Committee Chair, referred to the written report included in the advance agenda package and the Committee's report at the August 14, 2019 MRC meeting.

She also presented two revised CCC procedure documents for the Board's approval. After discussion, and upon motion duly made and seconded, the Board approved the following resolutions:

RESOLVED, that the Board hereby approves the revised procedure document CCCPP-001, Monitoring Program for NERC's Adherence to NERC's Rules of Procedure for Compliance Monitoring and Enforcement, as presented to the Board at this meeting.

RESOLVED, that the Board hereby approves the revised procedure document CCCPP-011-2, Procedure to Become a Prequalified Organization Eligible to Submit Implementation Guidance to the ERO, as presented to the Board at this meeting.

Electricity Subsector Coordinating Council

Mr. Robb reported on activities of the ESCC, noting the ESCC's focus on the cyber threats to the electricity sector. He highlighted the ESCC's state outreach efforts, support of DOE in its vision of broader data sharing across industry, and continued strong support of the E-ISAC. Mr. Robb noted that the ESCC is

focused on the upcoming Grid Security Exercise, including using the table top portion to enhance real operational coordination across multiple sectors.

Forum and Group Reports

North American Energy Standards Board (NAESB)

Michael Desselle, Chair of the NAESB Board of Directors, discussed NAESB's work on items of mutual interest, including addressing issues surrounding the dissolution of Peak Reliability and addressing cyber-related business practices.

North American Transmission Forum

Tom Galloway, Forum Chief Executive Officer, referenced the written report and highlighted certain items, including the Forum's work on supply chain issues and the development of practices for grid security emergencies. He discussed recent meetings with NERC on future collaboration, including a new Memorandum of Understanding, and he stated that he hopes to broaden interaction with the Regional Entities in the future.

North American Generator Forum

Mr. Shriver, Forum Chief Operating Officer, referenced the written report and thanked NERC for its support for its annual meeting and the upcoming workshop on battery storage.

Adjournment

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

Submitted by,



Charles A. Berardesco
Corporate Secretary

Agenda Board of Trustees

August 15, 2019 | 8:30 a.m.-12:00 p.m. Eastern

(Please note the Schedule may be adjusted real-time should meetings conclude early and/or extend past their scheduled end time.)

Hilton Quebec
1100 Boulevard René-Lévesque E
Québec, QC G1R 4P3

Conference Room: Salle de Bal (1st Floor)

Call to Order

NERC Antitrust Compliance Guidelines

Introductions and Chair's Remarks

Consent Agenda – Approve

1. Minutes*

- a. June 13, 2019 Meeting
- b. May 9, 2019 Meeting

2. Committee Membership and Charter Amendments*

- a. Compliance and Certification Committee Membership
- b. Operating Committee Membership
- c. Planning Committee Membership
- d. Critical Infrastructure Protection Committee Charter Amendments

3. Appointment of Interim General Counsel, Corporate Secretary

Regular Agenda

4. Remarks and Reports

- a. Remarks by Francis Bradley, President and CEO, CEA
- b. Remarks by Bruce Walker, Assistant Secretary, DOE
- c. Remarks by David Morton, CAMPUT Representative to NERC
- d. President's Report
- e. Report on Board of Trustees August 13, 2019 Closed Session

5. Board Committee Reports

- a. Corporate Governance and Human Resources
- b. Compliance
- c. Finance and Audit
 - i. Second Quarter Unaudited Financial Statements – **Accept**
 - ii. NERC and Regional Entity Proposed 2020 Business Plans and Budgets and Associated Assessments – **Approve**
- d. Enterprise-wide Risk
- e. Technology and Security
- f. Nominating
- g. Report by Trustee Rob Manning on Standards Quarterly Activities

6. Standards Quarterly Report and Actions*

- a. Supply Chain 1600 Data Request – **Approve**
- b. PRC-006-NPCC-2 – Automatic Underfrequency Load Shedding – **Adopt**
- c. BAL-002-WECC-3 – Contingency Reserve – **Adopt**

7. Other Matters and Reports*

- a. Policy Input and Member Representatives Committee Meeting
- b. ReliabilityFirst Bylaws Amendments* – **Approve**
- c. 2019 ERO Enterprise Dashboard Update* – **Update**
- d. Task Force to Address Resilience to Electromagnetic Pulses* – **Update**
- e. SERC/FRCC Integration* – **Update**
- f. Reliability Coordinator Function in the Western Interconnection* – **Update**

8. Committee Reports*

- a. Operating Committee
- b. Planning Committee
- c. Critical Infrastructure Protection Committee
- d. Member Representatives Committee
- e. Personnel Certification Governance Committee
- f. Standards Committee
- g. Reliability Issues Steering Committee

- h. Compliance and Certification Committee
 - i. CCC Monitoring Program – CCCPP-001 – **Approve**
 - ii. CCC Monitoring Program – CCCPP-011-2 – **Approve**
- i. Electricity Subsector Coordinating Council

9. Forum and Group Reports*

- a. North American Energy Standards Board
- b. North American Transmission Forum
- c. North American Generator Forum

10. Adjournment

*Background materials included.