

Agenda Distribution Factor Working Group

January 8, 2008 | 1–5 p.m.
JW Marriott
5150 Westheimer
Houston, Texas

Administrative

1. Arrangements
2. Review NERC Antitrust Compliance Guidelines (**Attachment 1**).
3. Determination of Quorum: The rule for NERC working groups is that half of the members (that are entitled to vote) of the working group constitutes a quorum, and a motion passes if it receives two-thirds affirmative votes of the votes cast.
4. Summary of Parliamentary Procedures (**Attachment 2**).
5. Approve and Set Timing for this Agenda. (Closed sessions will be conducted as required.)
6. Review DFWG Roster (**Attachment 3**).
7. Future meetings and conference calls.
 - A. None scheduled.
 - B. Schedule future meetings/conference calls.

Projects and Model Development

1. Book of Flowgates Overview/Testing.
 - A. Project Lead – Mohamad Yassin.
2. Overview of Model Development Process
 - A. Model Development and Validation Process at Ontario.
 - B. Model Validation Process at OATI.
 - C. DFWG Web site and Web site Postings.

3. 2007/08 Winter Model – Implemented on December 1, 2007
 - A. Review implementation issues.
4. Conversion to PSS/E Version 30
 - A. Review IDC CO-250 (Conversion of IDC Data Format to PSS/E Version 30).
 - B. Review SDX CoS-019 (SDX Changes to Support PSS/E Version 30).
5. Flowgate Administration Reference Document
 - A. Version 3 is current version.
 - B. Red-lined for Version 4 as a result of IDC Change Order 229.
6. Member Comments
7. Other

Antitrust Compliance Guidelines

I. General

It is NERC's policy and practice to obey the antitrust laws and to avoid all conduct that unreasonably restrains competition. This policy requires the avoidance of any conduct that violates, or that might appear to violate, the antitrust laws. Among other things, the antitrust laws forbid any agreement between or among competitors regarding prices, availability of service, product design, terms of sale, division of markets, allocation of customers or any other activity that unreasonably restrains competition.

It is the responsibility of every NERC participant and employee who may in any way affect NERC's compliance with the antitrust laws to carry out this commitment.

Antitrust laws are complex and subject to court interpretation that can vary over time and from one court to another. The purpose of these guidelines is to alert NERC participants and employees to potential antitrust problems and to set forth policies to be followed with respect to activities that may involve antitrust considerations. In some instances, the NERC policy contained in these guidelines is stricter than the applicable antitrust laws. Any NERC participant or employee who is uncertain about the legal ramifications of a particular course of conduct or who has doubts or concerns about whether NERC's antitrust compliance policy is implicated in any situation should consult NERC's General Counsel immediately.

II. Prohibited Activities

Participants in NERC activities (including those of its committees and subgroups) should refrain from the following when acting in their capacity as participants in NERC activities (e.g., at NERC meetings, conference calls and in informal discussions):

- Discussions involving pricing information, especially margin (profit) and internal cost information and participants' expectations as to their future prices or internal costs.
- Discussions of a participant's marketing strategies.
- Discussions regarding how customers and geographical areas are to be divided among competitors.

- Discussions concerning the exclusion of competitors from markets.
- Discussions concerning boycotting or group refusals to deal with competitors, vendors or suppliers.
- Any other matters that do not clearly fall within these guidelines should be reviewed with NERC's General Counsel before being discussed.

III. Activities That Are Permitted

From time to time decisions or actions of NERC (including those of its committees and subgroups) may have a negative impact on particular entities and thus in that sense adversely impact competition. Decisions and actions by NERC (including its committees and subgroups) should only be undertaken for the purpose of promoting and maintaining the reliability and adequacy of the bulk power system. If you do not have a legitimate purpose consistent with this objective for discussing a matter, please refrain from discussing the matter during NERC meetings and in other NERC-related communications.

You should also ensure that NERC procedures, including those set forth in NERC's Certificate of Incorporation, Bylaws, and Rules of Procedure are followed in conducting NERC business.

In addition, all discussions in NERC meetings and other NERC-related communications should be within the scope of the mandate for or assignment to the particular NERC committee or subgroup, as well as within the scope of the published agenda for the meeting.

No decisions should be made nor any actions taken in NERC activities for the purpose of giving an industry participant or group of participants a competitive advantage over other participants. In particular, decisions with respect to setting, revising, or assessing compliance with NERC reliability standards should not be influenced by anti-competitive motivations.

Subject to the foregoing restrictions, participants in NERC activities may discuss:

- Reliability matters relating to the bulk power system, including operation and planning matters such as establishing or revising reliability standards, special operating procedures, operating transfer capabilities, and plans for new facilities.
- Matters relating to the impact of reliability standards for the bulk power system on electricity markets, and the impact of electricity market operations on the reliability of the bulk power system.
- Proposed filings or other communications with state or federal regulatory authorities or other governmental entities.
- Matters relating to the internal governance, management and operation of NERC, such as nominations for vacant committee positions, budgeting and assessments, and employment matters; and procedural matters such as planning and scheduling meetings.

Parliamentary Procedures

Based on Robert's Rules of Order, Newly Revised, 10th Edition, plus "Organization and Procedures Manual for the NERC Standing Committees"

Motions

Unless noted otherwise, all procedures require a "second" to enable discussion.

When you want to...	Procedure	Debatable	Comments
Raise an issue for discussion	Move	Yes	The main action that begins a debate.
Revise a Motion currently under discussion	Amend	Yes	Takes precedence over discussion of main motion. Motions to amend an amendment are allowed, but not any further. The amendment must be germane to the main motion, and can not reverse the intent of the main motion.
Reconsider a Motion already approved	Reconsider	Yes	Allowed only by member who voted on the prevailing side of the original motion.
End debate	Call for the Question or End Debate	Yes	If the Chair senses that the committee is ready to vote, he may say "if there are no objections, we will now vote on the Motion." Otherwise, this motion is debatable and subject to 2/3 majority approval.
Record each member's vote on a Motion	Request a Roll Call Vote	No	Takes precedence over main motion. No debate allowed, but the members must approve by 2/3 majority.
Postpone discussion until later in the meeting	Lay on the Table	Yes	Takes precedence over main motion. Used only to postpone discussion until later in the meeting.
Postpone discussion until a future date	Postpone until	Yes	Takes precedence over main motion. Debatable only regarding the date (and time) at which to bring the Motion back for further discussion.
Remove the motion for any further consideration	Postpone indefinitely	Yes	Takes precedence over main motion. Debate can extend to the discussion of the main motion. If approved, it effectively "kills" the motion. Useful for disposing of a badly chosen motion that can not be adopted or rejected without undesirable consequences.
Request a review of procedure	Point of order	No	Second not required. The Chair or secretary shall review the parliamentary procedure used during the discussion of the Motion.

Notes on Motions

Seconds. A Motion must have a second to ensure that at least two members wish to discuss the issue. The "second" is not recorded in the minutes. Neither are motions that do not receive a second.

Announcement by the Chair. The Chair should announce the Motion before debate begins. This ensures that the wording is understood by the membership. Once the Motion is announced and seconded, the Committee "owns" the motion, and must deal with it according to parliamentary procedure.

Voting

Voting Method	When Used	How Recorded in Minutes
Unanimous Consent	When the Chair senses that the Committee is substantially in agreement, and the Motion needed little or no debate. No actual vote is taken.	The minutes show "by unanimous consent."
Vote by Voice	The standard practice.	The minutes show Approved or Not Approved (or Failed).
Vote by Show of Hands (tally)	To record the number of votes on each side when an issue has engendered substantial debate or appears to be divisive. Also used when a Voice Vote is inconclusive. (The Chair should ask for a Vote by Show of Hands when requested by a member).	The minutes show both vote totals, and then Approved or Not Approved (or Failed).
Vote by Roll Call	To record each member's vote. Each member is called upon by the Secretary,, and the member indicates either "Yes," "No," or "Present" if abstaining.	The minutes will include the list of members, how each voted or abstained, and the vote totals. Those members for which a "Yes," "No," or "Present" is not shown are considered absent for the vote.

Notes on Voting

(Recommendations from DMB, not necessarily Mr. Robert)

Abstentions. When a member abstains, he is not voting on the Motion, and his abstention is not counted in determining the results of the vote. The Chair should not ask for a tally of those who abstained.

Determining the results. The results of the vote (other than Unanimous Consent) are determined by dividing the votes in favor by the total votes cast. Abstentions are not counted in the vote and shall not be assumed to be on either side.

"Unanimous Approval." Can only be determined by a Roll Call vote because the other methods do not determine whether every member attending the meeting was actually present when the vote was taken, or whether there were abstentions.

Majorities. Robert's Rules use a simple majority (one more than half) as the default for most motions. NERC uses 2/3 majority for all motions.

Distribution Factor Working Group

Attachment 3

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